

Estimated Hearing Date: February 15, 2019 at 9:30 a.m. (Atlantic Standard Time)

Objection Deadline: December 6, 2018 at 4:00 p.m. (Atlantic Standard Time)

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

**Re: ECF Nos. 1063, 1150, 1715,
3269**

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO SALES TAX FINANCING
CORPORATION (“COFINA”),

Debtor.

PROMESA

Title III

No. 17 BK 3284-LTS

**SUMMARY OF FOURTH INTERIM APPLICATION OF O’MELVENY & MYERS LLP
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE PUERTO RICO FISCAL
AGENCY AND FINANCIAL ADVISORY AUTHORITY FOR THE PERIOD FROM
JUNE 1, 2018 THROUGH SEPTEMBER 30, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.)

Name of Applicant:	O'Melveny & Myers LLP
Authorized to Provide Professional Services to:	Puerto Rico Fiscal Agency and Financial Advisory Authority (" <u>AAFAF</u> ") as the entity authorized to act on behalf of the Commonwealth of Puerto Rico
Period for which compensation and reimbursement are sought:	June 1, 2018 through September 30, 2018
Amount of Compensation sought as actual, reasonable, and necessary:	\$1,339,362.66
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$4,436.91

This is a(n): ☐ monthly ☒ interim ☐ final application

- Blended Rate in this application for attorneys: \$794/hr
- Blended Rate in this application for all timekeepers: \$700/hr

Prior Monthly Fee Statements Filed:

Compensation Period	Fees Requested	Expenses Requested
May 5, 2017 - May 31, 2017	\$211,023.64	None.
June 1, 2017 - June 30, 2017	\$571,164.52	\$6,423.71
July 1, 2017 - July 31, 2017	\$615,039.34	\$11,373.24
August 1, 2017 - August 31, 2017	\$567,220.70	\$18,866.10
September 1, 2017 - September 30, 2017	\$820,233.93	\$11,543.93
October 1, 2017 - October 31, 2017	\$604,151.57	\$2,175.69
November 1, 2017 - November 30, 2017	\$492,840.90	\$1,264.97
December 1, 2017 - December 31, 2017	\$654,147.01	\$1,694.30
January 1, 2018 - January 31, 2018	\$503,804.21	\$338.81
February 1, 2018 - February 28, 2018	\$514,599.52	\$1,914.76
March 1, 2018 - March 31, 2018	\$173,998.82	\$338.98
April 1, 2018 - April 30, 2018	\$59,277.83	\$258.80
May 1, 2018 - May 31, 2018	\$118,496.51	\$1,175.62
June 1, 2018 - June 30, 2018	\$489,258.09	\$3,592.36
July 1, 2018 - July 31, 2018	\$172,485.15	\$21.80
August 1, 2018 - August 31, 2018	\$539,896.36	\$1,012.29
September 1, 2018 - September 30, 2018	\$138,463.40	\$46.30
TOTAL INCURRED:	\$7,246,101.50	\$62,041.66

Payments Made to Date: ²

Compensation Period	Fees Requested	Expenses Requested
May 5, 2017 - May 31, 2017	\$189,921.28	None.
June 1, 2017 - June 30, 2017	\$514,048.07	\$6,423.71
July 1, 2017 - July 31, 2017	\$553,535.41	\$11,373.24
August 1, 2017 - August 31, 2017	\$510,498.63	\$18,866.10
September 1, 2017 - September 30, 2017	\$738,210.54	\$11,543.93
October 1, 2017 - October 31, 2017	\$543,736.41	\$2,175.69
November 1, 2017 - November 30, 2017	\$443,556.81	\$1,264.97
December 1, 2017 - December 31, 2017	\$588,732.31	\$1,694.30
January 1, 2018 - January 31, 2018	\$453,423.79	\$338.81
February 1, 2018 - February 28, 2018	\$514,599.52	\$1,914.76
March 1, 2018 - March 31, 2018	\$173,998.82	\$338.98
April 1, 2018 - April 30, 2018	\$59,277.83	\$258.80
May 1, 2018 - May 31, 2018	\$118,496.51	\$1,175.62
TOTAL PAID:	\$5,402,035.93	\$57,368.91

² This payment chart does not include any holdback amounts paid to date.

TABLE OF SCHEDULES AND EXHIBITS

Schedule A - List and Summary of Hours by Professional

Schedule B - Summary of Hours and Compensation by Matter Code

Schedule C - Expense Summary

Schedule D - Customary and Comparable Disclosures

Exhibit A - Attorney Certification

Exhibit B - Detailed Time and Expense Records

Schedule A

LIST AND SUMMARY OF HOURS AND COMPENSATION BY PROFESSIONAL³

Name	Title or Position	Hourly Rate Billed in this Application	Hours Billed in Application	Total Compensation
AMALIA Y. SAX-BOLDER	Associate	\$624.75	74.0	\$46,231.55
BRANDON D. HARPER	Associate	\$624.75	14.5	\$9,058.89
BRETT M. NEVE	Associate	\$624.75	174.1	\$108,769.05
DANIEL L. CANTOR	Partner	\$871.25	16.0	\$13,940.01
DENISE RAYTIS	Partner	\$807.50	7.1	\$5,733.25
DIANA M. PEREZ	Counsel	\$739.50	30.4	\$22,480.80
IRENE BLUMBERG	Associate	\$412.25	28.4	\$11,707.96
JACOB T. BEISWENGER	Counsel	\$646.00	18.7	\$12,080.20
JOHN J. RAPISARDI	Partner	\$1,147.50	181.2	\$207,927.00
JOSEPH A. SPINA	Associate	\$624.75	6.4	\$3,998.42
JOSEPH ZUJKOWSKI	Counsel	\$739.50	235.7	\$174,300.15
JUSTINE DANIELS	Counsel	\$705.50	33.5	\$23,634.25
MARIA J. DICONZA	Partner	\$850.00	46.7	\$39,695.00
MICHAEL F. LOTITO	Counsel	\$709.75	224.7	\$159,481.03
PETER FRIEDMAN	Partner	\$871.25	105.6	\$92,004.12
RICHARD HOLM	Associate	\$650.25	109.9	\$71,462.58
SUZZANNE UHLAND	Partner	\$1,062.50	311.2	\$330,650.00
VALERIE SMITH	Counsel	\$705.50	8.8	\$6,208.40
GRAND TOTAL			1626.9	\$1,339,362.66

³ Prior to the submission of this Interim Fee Application, OMM has voluntarily wrote off 15.3 hours and \$9,894.43 in fees incurred by all timekeepers billing less than 5 hours during this Compensation Period.

Schedule B

SUMMARY OF HOURS AND COMPENSATION BY MATTER CODE

Task Code	Total Billed Hours	Total Amount
BUSINESS OPERATIONS	2.4	\$1,550.83
CASE ADMINISTRATION	11.9	\$11,007.50
CLAIMS ADMINISTRATION AND OBJECTIONS	11.3	\$8,636.85
FEE APPLICATIONS	8.2	\$3,699.22
LITIGATION	2.3	\$1,467.53
MEDIATION	108.0	\$98,548.19
PLAN OF ADJUSTMENT	855.0	\$711,443.11
REPORTING	3.1	\$2,257.18
TAX	7.5	\$5,291.25
OFFICIAL COMMITTEE OF UNSECURED CREDITORS V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING CORPORATION	632.5	\$505,355.43
SUBTOTAL	1,642.2	\$1,349,257.09
LESS ADJUSTMENTS FOR TRANSITORY TIMEKEEPERS⁴	(15.3)	(\$9,894.43)
GRAND TOTAL	1,626.9	\$1,339,362.66

⁴ See footnote 4.

Schedule C

EXPENSE SUMMARY

Category	Amount
Copying	\$4.80
Data Hosting/ Relativity	\$1,832.27
Printing	\$326.10
Local Travel	\$314.16
Online Research	\$1,465.96
Out-of-Town Travel	\$483.27
Grand Total	\$4,436.91

Schedule D

CUSTOMARY AND COMPARABLE DISCLOSURES

Category of Timekeeper	Blended Hourly Rate	
	Billed OMM's Domestic Offices for FY2018 (Excluding Restructuring Matters)	Billed This Case During the Compensation Period
Partner	1,030	960
Counsel/Associate	659	628
Paralegal/Other	281	249
Aggregated	738	700

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Title III

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**FOURTH INTERIM APPLICATION OF O’MELVENY & MYERS LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
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AGENCY AND FINANCIAL ADVISORY AUTHORITY FOR THE PERIOD FROM
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¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.)

O'Melveny & Myers LLP ("OMM"), as counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority ("AAFAF") as the entity authorized to act on behalf of the Commonwealth of Puerto Rico, the Puerto Rico Sales Tax Financing Corporation, the Puerto Rico Highways and Transportation Authority, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, the Puerto Rico Electric Power Authority (collectively, the "Debtors"), and certain other public corporations and instrumentalities of the Government of Puerto Rico, pursuant to the authority granted to it under the *Enabling Act of the Fiscal Agency and Financial Advisory Authority, Act 2-2017*, makes its fourth interim application (this "Application") for allowance of compensation, under sections 316 and 317 of PROMESA, of \$1,339,362.66 and reimbursement of expenses of \$4,436.91 for the period from June 1, 2018 through September 31, 2018 (the "Compensation Period") in accordance with the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated November 8, 2017 [ECF No. 1150], as amended [ECF Nos. 1715, 3269] (the "Interim Compensation Order") and the *Memorandum regarding Fee Review – Timeline and Process*, dated November 10, 2017, (the "Fee Examiner Guidelines"). In support of this Application, OMM respectfully states as follows:

BACKGROUND

1. On May 3, 2017, the Commonwealth of Puerto Rico (the "Commonwealth"), by and through the Financial Oversight and Management Board for Puerto Rico (the "Oversight Board"), as the Commonwealth's representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

2. On May 5, 2017, the Puerto Rico Sales Tax Financing Corporation ("COFINA"), by and through the Oversight Board, as COFINA's representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

3. On May 21, 2017, the Puerto Rico Highways and Transportation Authority (“HTA”), by and through the Oversight Board, as HTA’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

4. On May 21, 2017, the Employees Retirement System for the Commonwealth of Puerto Rico (“ERS”), by and through the Oversight Board, as ERS’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

5. On July 3, 2017, the Puerto Rico Electric Power Authority (“PREPA”), by and through the Oversight Board, as PREPA’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

6. Through Orders of this Court, the Commonwealth, COFINA, HTA, ERS, and PREPA Title III Cases (together, the “Title III Cases”) are jointly administered for procedural purposes only, pursuant to PROMESA section 304(g) and Bankruptcy Rule 1015 [ECF Nos. 242, 537, 1417].

7. On October 6, 2017, the Court entered the *Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(a) Appointing a Fee Examiner and Related Relief* [ECF No. 1416], which appointed Brady Williamson of Godfrey & Kahn, S.C. to serve as Fee Examiner in the Title III Cases. To date, OMM has worked cooperatively with the Fee Examiner to ensure that AAFAF is provided with cost-effective and efficient services.

8. On December 15, 2017, OMM filed the *First Interim Application of O’Melveny & Myers LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Puerto Rico Fiscal Agency and Advisory Authority for the Period From May 3, 2017 through September 30, 2017* [ECF No. 2063] for matters related to the COFINA Title III matter (“OMM COFINA First Interim Fee Application”) seeking compensation in the amount

of \$2,278,774.28, and reimbursement of expenses in the amount of \$48,206.98.

9. Pursuant to the *Fee Examiner's Initial Report*, filed on March 1, 2018 (the "Initial Report"), the Fee Examiner recommended approval for \$2,278,774.28 in fees and \$48,206.98 in expenses in connection with the OMM COFINA First Interim Fee Application [ECF No. 2645]. On March 7, 2018, such fees and expenses were approved pursuant to the *Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the First Interim Compensation Period from May 3, 2017 through September 30, 2017* [ECF No. 2685] (the "First Omnibus Compensation Order").

10. On March 19, 2017, OMM filed the *Second Interim Application of O'Melveny & Myers LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Puerto Rico Fiscal Agency and Advisory Authority for the Period From October 1, 2017 through January 31, 2018* [ECF No. 2759] for matters related to the COFINA Title III matter ("OMM COFINA Second Interim Fee Application") seeking compensation in the amount of \$2,254,943.69, and reimbursement of expenses of \$5,473.77.

11. Pursuant to the *Fee Examiner's Second Report on Professional Fees and Expenses (October 1, 2017–January 31, 2018)*, filed on May 30, 2018 (the "Second Report"), the Fee Examiner recommended approval for \$2,205,125.32 in fees and \$4,178.70 in expenses in connection with the OMM COFINA Second Interim Fee Application [ECF No. 2645]. On June 8, 2018, such fees and expenses were approved pursuant to the *Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the First Interim Compensation Period from October 1, 2017 through January 31, 2018* [ECF No. 3279] (the "Second Omnibus Compensation Order").

12. On July 16, 2017, OMM filed the *Third Interim Application of O'Melveny & Myers*

LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Puerto Rico Fiscal Agency and Advisory Authority for the Period From October 1, 2017 through January 31, 2018 [ECF No. 2759] for matters related to the COFINA Title III matter (“OMM COFINA Third Interim Fee Application”) seeking compensation in the amount of \$837,368.29, and reimbursement of expenses of \$3,688.16.

13. This application seeks allowance of compensation and reimbursement of expenses incurred by OMM solely in connection with the COFINA related matters described below.

COMPENSATION REQUESTED BY OMM

14. During the Compensation Period, OMM executed (i) an engagement letter with AAFAF and the Puerto Rico Treasury Department for all work related to the pending Title III cases during Puerto Rico’s 2019 fiscal year (the “Title III Engagement Letter”), and (ii) a separate engagement letter with AAFAF for all work unrelated to the pending Title III cases during Puerto Rico’s 2019 fiscal year (the “Non-Title III Engagement Letter” and together with the Title III Engagement Letter, the “Engagement Letters”). OMM has also (i) agreed to be paid directly by the Government Development Bank (“GDB”) for all OMM work related to the GDB Title VI restructuring during Puerto Rico’s 2019 fiscal year,² and (ii) signed engagement letters with both the Puerto Rico Electric Power Authority (“PREPA”) and the Puerto Rico Aqueduct and Sewer Authority (“PRASA”) for services to be provided to these agencies during Puerto Rico’s 2019 fiscal year (hereinafter, the “PREPA Engagement Letter” and the “PRASA Engagement Letter”).

15. OMM’s hourly rates are set at a level designed to compensate OMM fairly for the work of its attorneys and paraprofessionals and are disclosed in detail in the Engagement Letter. In light of the unique facts and circumstances of Puerto Rico’s debt restructuring, OMM agreed to

² As a result of OMM’s agreement with GDB, OMM will no longer be including its invoices related to GDB work in its interim fee applications or monthly fee statements.

provide a 15% discount on all fees incurred under the Engagement Letters, which is reflected in all Monthly Fee Statements submitted during the Compensation Period.

16. OMM's rates are appropriate for complex corporate, securities, litigation, and restructuring matters, whether in court or otherwise. The rates and rate structure reflect that such complex matters typically involve great complexity, high stakes, and intense time pressures. OMM submits that the compensation requested is reasonable in light of the nature, extent, and value of such services provided to AAFAF.

17. During the Compensation Period, OMM did not receive any payments or promises of payment from any other source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between OMM and any other person, other than partners of the firm, for sharing of compensation to be received for services rendered in these cases.³

SUMMARY OF SERVICES

18. The Compensation Period was an extremely busy and productive time for OMM in connection with both the Title III Cases and out-of-court restructuring efforts related to other entities and instrumentalities. Detailed descriptions of the specific services provided and the time expended performing such services are attached as **Exhibit B**, and a summary of the services OMM provided during the Compensation Period is set forth below and in the summaries for each of the main invoice tasks codes.

³ At AAFAF's request, OMM engaged contract attorneys to provide document review services in connection with certain litigation matters at discounted rates. The fees for such contract attorneys were billed to AAFAF at cost and disclosed in OMM's fee applications.

Achievement of COFINA Plan Support Agreement

19. At the beginning of the Compensation Period, an agreement in principle (the “Agent Agreement”) was reached between the agents appointed by the Oversight Board to litigate the “Commonwealth-COFINA Dispute” regarding ownership of the sales and use taxes purportedly transferred by the Commonwealth to COFINA to secure repayment of certain COFINA indebtedness. OMM worked with AAFAF’s other professional advisors to analyze the Agent Agreement, present related recommendations to the Government of Puerto Rico, and prepare for the July mediation sessions that were scheduled to attempt to expand the Agent Agreement into an agreement on the terms of a COFINA plan of adjustment supported by COFINA’s key constituencies. With the invaluable assistance of the mediation panel, and after several weeks of intense, good faith mediation sessions in which OMM was a key participant, the mediation sessions resulted in an agreement in principle announced on August 8, 2018 on the high level terms of a COFINA plan of adjustment. OMM was also at the forefront of several weeks of in-person negotiation sessions that further expanded the August 8, 2018 agreement in principle into the COFINA Plan Support Agreement and accompanying plan term sheet signed on August 29, 2018 (the “COFINA PSA”) by the Oversight Board, AAFAF, COFINA, and key holders and insurers of COFINA’s outstanding bond debt. The COFINA PSA was subsequently amended on September 20, 2018 to include several additional large creditors as signatories.

20. Following execution of the COFINA PSA, OMM played a key role in preparation of the COFINA plan of adjustment (the “COFINA Plan”), the related disclosure statement, the motion to approve the Commonwealth-COFINA settlement incorporated into the COFINA PSA, and the various other documents contemplated under the COFINA PSA (including a draft of new COFINA legislation required under the PSA and the indenture for the new bond debt contemplated

under the COFINA Plan). These complex and voluminous documents were negotiated on a compressed time frame and filed by the deadlines set forth in the COFINA PSA.

21. If the transactions contemplated under the COFINA PSA and the COFINA Plan are implemented, COFINA's debt restructuring will represent a one-third reduction in the aggregate debt of COFINA and savings of \$17.5 billion in future debt service payments. The COFINA PSA also provides the framework for a historic consensual restructuring transaction, which will allow both COFINA and the Commonwealth to avoid the substantial costs and uncertainties associated with continued litigation in the absence of a consensual deal.

Fiscal Plan

22. During the Compensation Period, OMM also worked extensively with AAFAF and other government officials endeavoring to bridge the gap with the Oversight Board with respect to Fiscal Plan and Budget issues — and where agreement could not be reached, OMM worked with AAFAF to protect the important policy making functions of the Puerto Rico government. OMM worked extensively with AAFAF and its other professional advisors not only in preparation of the revised Fiscal Plan⁴ submitted to the Oversight Board on August 20, 2018 but also in connection with:

- Preparation and submission of a written statement to the U.S. Congress pursuant to section 205 of PROMESA regarding certain policy initiatives in the Oversight Board's June 29 Fiscal Plan.
- The filing an adversary complaint against the Oversight Board, each individual board member, and the Executive Director, challenging whether the Oversight Board has the authority to impose policy initiatives on the government through a fiscal plan and/or budget.
- Defense against the Oversight Board's motion to dismiss the adversary complaint on an expedited basis, including filing response and reply briefs.

⁴ OMM attorneys also spent considerable time in connection with the development of COFINA's revised Fiscal Plan.

- Preparation for and attendance at the hearing on motion to dismiss before Judge Swain on July 25, 2018.
- Preparation and filing of a motion requesting that the Court certify its order granting, in part, the Oversight Board's motion to dismiss.
- Preparation and filing of a petition with the United States Court of Appeals for the First Circuit requesting that the First Circuit accept an interlocutory appeal from the Court's order.
- Responding to extensive Rule 2004 discovery requests from creditors related to the fiscal plan.

Financial Statements and Reporting Obligations

23. During the Compensation Period, OMM reviewed and revised the Commonwealth's 2015 audited financial statements, which were publically released on June 30, 2018. As part of this process, O'Melveny updated the Management's Discussion and Analysis section, added analysis regarding the Commonwealth's going concern, uncertainties and liquidity risk, and updated the Subsequent Events note to include all material developments through June 29, 2018. These updates included a detailed description of PROMESA, the filing of the Title III cases and key developments therein, the status of key creditor litigation, and the developments related to consensual restructuring agreements under Title VI. OMM also continued to assist AAFAF on the monthly reports provided to the Oversight Board and uploaded to the creditor data room.

Other Restructuring Efforts

24. Finally, OMM successfully advanced the out-of-court restructuring efforts of several other entities and instrumentalities. For example, during the Compensation Period OMM:

- Analyzed potential restructuring transactions for the Puerto Rico Public Building Authority ("PBA"), continued discussions with two different ad hoc creditor groups regarding a potential forbearance agreement, and assisted PBA in responding to various due diligence inquiries from such groups.
- Negotiated a six month forbearance with an ad hoc group of University of Puerto

Rico (“UPR”) bondholders, prepared for and attended mediation regarding the suspension of lump-sum payments to participants in UPR’s deferred compensation plan, and, following the successful completion of mediation, assisted in negotiating and finalizing a related settlement agreement; and

- Engaged in dialogue regarding potential loan modifications for the Puerto Rico Metropolitan Bus Authority and the General Services Administration and conferred with Scotia Bank regarding the same.

25. As a result of all of these various work streams, OMM submits that the fees and expenses for which its seeks approval were reasonable and necessary. All fees were also billed at a 15% discount to OMM’s hourly rates.

26. Additionally, OMM has established subject matters categories (each, a “Matter Category”) for keeping time records of the work performed for the Debtors. The following is a summary, by Matter Category, of the professional services provided by OMM during the Compensation Period.⁵

a) Case Administration

27. This category includes all matters relating to general case administration and coordination, and assisting COFINA in fulfilling its duties as debtor in possession, and serves as a general code for services performed that do not fit under any other specific code. During the Compensation Period, OMM attorneys corresponded with the Puerto Rico Department of Treasury regarding the payment of COFINA professionals and analyzed COFINA Agent fee issues. In addition, OMM attorneys drafted daily summaries of key case developments for AAFAF, prepared various letters regarding professional fees, and reviewed multiple proposed COFINA EMMA notices.

⁵ Several of the matter categories do not appear in this summary because OMM did not bill a substantial amount of time under those categories during the Compensation Period. **Exhibit B** provides a complete summary of hours billed and total compensation requested by matter category.

b) Plan of Adjustment

21. This category relates to all work done on issues relating to COFINA's plan of adjustment, which is summarized in detail above.

c) Litigation

23. This category includes analysis, preparation, and prosecution of adversary proceedings or other litigation. During the Compensation Period, OMM reviewed and analyzed motions filed by various creditor constituencies. OMM professionals also spent time reviewing and responding to the Rule 2004 requests as it related to COFINA revenue.

d) Commonwealth-COFINA Agent Adversary Proceeding

25. This category includes all work done in connection with the Commonwealth-COFINA Dispute, which is summarized in detail above.

ATTORNEY CERTIFICATION

26. In accordance with Puerto Rico Local Bankruptcy Rule 2016-1(a)(4), the undersigned has reviewed the requirements of Puerto Rico Local Bankruptcy Rule 2016-1(a)(4) and certifies to the best of his information, knowledge, and belief that this Application complies with Puerto Rico Local Bankruptcy Rule 2016-1(a)(4). In this regard, and incorporated herein by reference, the *Certification of John J. Rapisardi* in accordance with the U.S. Trustee Guidelines is attached hereto as **Exhibit A**.

NO PRIOR APPLICATION

27. No prior application for the relief requested by this Application has been made to this or any other court.

WHEREFORE, OMM respectfully requests that the Court enter an order: (a) awarding OMM compensation for professional and paraprofessional services provided during the Compensation Period in the amount of \$1,339,362.66; (b) reimbursement of actual, reasonable

and necessary expenses incurred in the Compensation Period in the amount of \$4,436.91; and (c) granting such other relief as is appropriate under the circumstances.

Dated: November 16, 2018
New York, NY

Respectfully submitted,

/s/ John J. Rapisardi

John J. Rapisardi
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*Attorneys for the Puerto Rico Fiscal Agency
and Financial Advisory Authority*

Exhibit A

ATTORNEY CERTIFICATION

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

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Debtors.¹

PROMESA

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PUERTO RICO SALES TAX FINANCING
CORPORATION (“COFINA”),

Debtor.

PROMESA

Title III

No. 17 BK 3284-LTS

**CERTIFICATION OF JOHN J. RAPISARDI PURSUANT TO PUERTO RICO LOCAL
BANKRUPTCY RULE 2016-1(a)(4)**

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.)

John J. Rapisardi, under penalty of perjury, certifies as follows:

1. I am a partner with the law firm of O'Melveny & Myers LLP ("OMM"). I make this certification in accordance with Rule 2016-1(a)(4) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Puerto Rico (the "Local Rules") regarding the contents of applications for compensation and expenses.

2. I am familiar with the work performed by OMM for Puerto Rico Fiscal Agency and Financial Advisory Authority ("AAFAF"), acting for or on behalf of the Debtors.

3. I have read the *Fourth Interim Application of O'Melveny & Myers LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses As Counsel to the Debtors for the Period From June 1, 2018 through September 30, 2018* (the "Application"), and the facts set forth therein are true and correct to the best of my knowledge, information, and belief.

4. To the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Application are permissible under the Fee Examiner Guidelines, PROMESA, the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Interim Compensation Order, the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the "Guidelines"), and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Puerto Rico.

Dated: November 16, 2018

/s/ John J. Rapisardi
John J. Rapisardi

Exhibit B

DETAILED TIME AND EXPENSE RECORDS



Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
Matter: 0686892-00012

07/31/18
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COFINA TITLE III

For Professional Services Rendered Through June 30, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
004 BUSINESS OPERATIONS			
06/19/18	J BEISWENGER	EMAIL S. UHLAND RE: [REDACTED] (2); DRAFT COVER NOTICE FOR EMMA FILING (.7); REVISE NOTICE PER COMMENTS FROM J. TAYLOR (.2).	1.1
Total	004 BUSINESS OPERATIONS		1.1
005 CASE ADMINISTRATION			
06/02/18	J BEISWENGER	EMAIL S. UHLAND RE: [REDACTED] (2); REVIEW AND ANALYZE RELEASE STATEMENT FOR COFINA SETTLEMENT (.2); COMPILE RELEASE STATEMENT SIGNATURE AND DELIVERY PAGES (.2); COORDINATE MAILING OF EXECUTED COFINA SETTLEMENT RELEASE (.6).	1.2
06/04/18	J TAYLOR	REVIEW PROPOSED COFINA EMMA NOTICE RE: [REDACTED]; CORRESPOND W/ S. TORRES RE: SAME.	0.1
06/08/18	P FRIEDMAN	REVIEW AND EDIT LETTER RE: [REDACTED]	0.6
06/08/18	J ZUJKOWSKI	DRAFT LETTER RE: [REDACTED]	3.9
06/18/18	J TAYLOR	REVIEW PROPOSED COFINA EMMA NOTICE (.1); CORRESPOND W/ S. UHLAND RE: SAME (.1).	0.2
06/19/18	J TAYLOR	REVISE PROPOSED COVER LETTER FOR [REDACTED] (.1); CORRESPOND W/ S. TORRES RE: SAME (.1).	0.2
06/19/18	S UHLAND	REVIEW EMMA FILING PROPOSED BY BNY (.4) EMAIL J. BEISWENGER RE: [REDACTED] (.3).	0.7
06/28/18	J TAYLOR	CONFERENCE W/ L. SIZEMORE RE: [REDACTED]	0.1
Total	005 CASE ADMINISTRATION		7.0
009 FEE APPLICATIONS			
06/24/18	I BLUMBERG	PREPARE TEMPLATE AND COMPILE REFERENCES FOR THIRD INTERIM FEE APPLICATION.	0.7
Total	009 FEE APPLICATIONS		0.7
012 LITIGATION			
06/04/18	J SPINA	EMAIL MEMORANDUM TO W. SUSHON RE: [REDACTED]	1.1
Total	012 LITIGATION		1.1
015 PLAN OF ADJUSTMENT			

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include client/matter/invoice number and/or attorney name.

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
06/01/18	B NEVE	DRAFT AND REVISE [REDACTED] [REDACTED] MEMORANDUM (1.8); RESEARCH [REDACTED] [REDACTED] REVIEW [REDACTED] (8); [REDACTED] (3).	2.6
06/05/18	S UHLAND	ANALYZE ISSUES RE: [REDACTED] [REDACTED] (1.1); REVIEW J. DANIEL'S MEMORANDUM RE: [REDACTED] [REDACTED] (.7).	1.8
06/05/18	S UHLAND	EMAIL J. RAPISARDI RE: [REDACTED] [REDACTED]	0.8
06/11/18	J RAPISARDI	DRAFT EMAIL MEMORANDUM TO S. UHLAND, D. MONDELL RE: [REDACTED]	1.4
Total	015 PLAN OF ADJUSTMENT		6.6
Total Hours			16.5
Total Fees			13,064.51

Disbursements

Copying	\$76.60
Data Hosting Fee	1,785.35
Total Disbursements	\$1,861.95
Total Current Invoice	\$14,926.46

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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
06/07/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 20	20.00	\$2.00
06/08/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 100	100.00	10.00
06/08/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 140	140.00	14.00
06/08/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 70	70.00	7.00
06/11/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 70	70.00	7.00
06/11/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 180	180.00	18.00
06/11/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 70	70.00	7.00
06/26/18	E101	Lasertrak Printing - Neve, Brett Pages: 20	20.00	2.00
06/26/18	E101	Lasertrak Printing - Neve, Brett Pages: 44	44.00	4.40
06/26/18	E101	Lasertrak Printing - Neve, Brett Pages: 28	28.00	2.80
06/26/18	E101	Lasertrak Printing - Neve, Brett Pages: 24	24.00	2.40
Total for E101 - Lasertrak Printing				\$76.60
06/30/18	E160DHF	Data Hosting Fee - Total_GB = 148.7788678 For Period 06/01/2018 to 06/30/2018	1.00	\$1,785.35
Total for E160DHF - Data Hosting Fee				\$1,785.35

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Matter Name: COFINA TITLE III
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07/31/18
Invoice: 1008184
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Timekeeper Summary

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Attorneys			
SUZZANNE UHLAND	1,062.50	3.3	3,506.25
JENNIFER TAYLOR	765.00	0.6	459.00
JOHN J. RAPISARDI	1,147.50	1.4	1,606.50
PETER FRIEDMAN	871.25	0.6	522.75
JACOB T. BEISWENGER	646.00	2.3	1,485.80
JOSEPH ZUJKOWSKI	739.50	3.9	2,884.05
JOSEPH A. SPINA	624.75	1.1	687.23
BRETT M. NEVE	624.75	2.6	1,624.35
IRENE BLUMBERG	412.25	0.7	288.58
Total for Attorneys		16.5	13,064.51
Total		16.5	13,064.51

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
Matter: 0686892-00012

07/31/18
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Task Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JACOB T. BEISWENGER	Counsel	646.00	1.1	710.60
Total for 004 BUSINESS OPERATIONS			1.1	710.60
SUZZANNE UHLAND	Partner	1,062.50	0.7	743.75
JENNIFER TAYLOR	Partner	765.00	0.6	459.00
PETER FRIEDMAN	Partner	871.25	0.6	522.75
JACOB T. BEISWENGER	Counsel	646.00	1.2	775.20
JOSEPH ZUJKOWSKI	Counsel	739.50	3.9	2,884.05
Total for 005 CASE ADMINISTRATION			7.0	5,384.75
IRENE BLUMBERG	Associate	412.25	0.7	288.58
Total for 009 FEE APPLICATIONS			0.7	288.58
JOSEPH A. SPINA	Associate	624.75	1.1	687.23
Total for 012 LITIGATION			1.1	687.23
SUZZANNE UHLAND	Partner	1,062.50	2.6	2,762.50
JOHN J. RAPISARDI	Partner	1,147.50	1.4	1,606.50
BRETT M. NEVE	Associate	624.75	2.6	1,624.35
Total for 015 PLAN OF ADJUSTMENT			6.6	5,993.35

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
 COMMONWEALTH OF PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO
 RICO V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING
 CORPORATION
 Matter: 0686892-00023

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 Invoice: 1008177

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**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE COMMONWEALTH OF
 PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO RICO V. BETTINA WHYTE AS
 AGENT OF THE PUERTO RICO SALES TAX FINANCING CORPORATION**

For Professional Services Rendered Through June 30, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
06/04/18	J SPINA	DRAFT AND REVISE [REDACTED] ISSUES LETTER [REDACTED] [REDACTED]	2.7
06/04/18	J DANIELS	REVIEW COFINA BOND BINDERS FOR PRIVILEGE AND CONFIDENTIALITY.	2.3
06/05/18	R HOLM	EMAILS W/ J. DANIELS AND B. NEVE RE: [REDACTED] [REDACTED]	0.4
06/05/18	S UHLAND	EMAIL J. RAPISARDI, L. DESPINS RE: [REDACTED] [REDACTED] (.7); FOLLOW-UP CALL W/ J. RAPISARDI RE: SAME (.4); REVIEW AND REVISE CLIENT DECK FOR [REDACTED] (1.6); CONFERENCE W/ M. YASSIN, AND G. PORTELA RE: [REDACTED] (.3).	3.0
06/05/18	J RAPISARDI	EMAIL S. UHLAND, V. D'AGATA RE: TIME (1.1); EMAIL MEMORANDUM TO G. PORTELA, M. YASSIN, S. UHLAND, AND OTHERS RE: [REDACTED] (1.2).	2.3
06/05/18	A SAX-BOLDER	REVIEW COMMONWEALTH/COFINA MEMORANDUM RE: [REDACTED] [REDACTED]	0.6
06/06/18	P FRIEDMAN	REVIEW MEMORANDUM RE: COMMONWEALTH COFINA DISPUTE FROM MEDIATION TEAM (.3); EMAILS G. PORTELA, D. MONDELL RE: COFINA DISPUTE (.4); ANALYZE [REDACTED] AND REVIEW AND COMMENT (1.7); EMAIL J. DANIELS RE: [REDACTED] [REDACTED] (.2).	2.6
06/06/18	R HOLM	EMAIL W/ P. FRIEDMAN, S. UHLAND, D. CANTOR, J. DANIELS, AND B. NEVE RE: [REDACTED] [REDACTED] (1.9); ANALYZE SAME FOR PURPOSES OF RESPONDING (2.0); TELEPHONE CONFERENCE W/ S. UHLAND, B. NEVE, AND J. BEISWENGER RE: SAME (.6); EMAIL B. NEVE RE: SAME (.5); ANALYZE AGENTS' PROPOSED [REDACTED] [REDACTED] W/ S. UHLAND, B. NEVE, AND J. BEISWENGER FOR [REDACTED] [REDACTED] (1.1); DRAFT ISSUES LIST FOR S. UHLAND RE: SAME (1.3).	7.4
06/06/18	J BEISWENGER	TELEPHONE CONFERENCE W/ S. UHLAND, B. NEVE, AND R. HOLM RE: [REDACTED] [REDACTED] (.6); EMAIL B. NEVE RE: SAME (.2); REVIEW AND ANALYZE [REDACTED] [REDACTED] (1.1); REVIEW AND ANALYZE ROTHSCHILD ANALYSIS RE: SAME (.3).	2.2

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
06/06/18	S UHLAND	ANALYZE AGENT [REDACTED] (1.8); EMAIL J. RAPISARDI, B. NEVE, AND A. SAX-BOLDER (1.1); EMAIL B. NEVE, V. D'AGATA, AND D. MONDELL RE: [REDACTED] (7); ATTEND MEETING AT PROSKAUER W/ M. BIENENSTOCK, CITI, BAML, ROTHSCHILD, M. FELDMAN, AND M. RODRIGUEZ RE: [REDACTED] (6); TELEPHONE CONFERENCE W/ M. WALLIN, G. PORTELA, AND D. MONDELL RE: [REDACTED] (7); ATTEND MEETING W/ M. BIENENSTOCK, A. ROSENBERG, CITI, AND ROTHSCHILD [REDACTED] (8).	5.7
06/06/18	J RAPISARDI	TELEPHONE CONFERENCE W/ [REDACTED] RE: [REDACTED] (8); CONFERENCE CALL/MEETING W/ M. BIENENSTOCK, M. FELDMAN, M. BUCKFIRE, AND S. UHLAND RE: [REDACTED] (6); CONFERENCE W/ M. YASSIN [REDACTED] (8).	2.2
06/06/18	J DANIELS	REVIEW AND ANALYZE [REDACTED]	0.8
06/06/18	J DANIELS	EMAIL P. FRIEDMAN, S. UHLAND, D. CANTOR, J. DANIELS, AND B. NEVE RE: [REDACTED]	0.3
06/06/18	D CANTOR	EMAILS W/ S. UHLAND, P. FRIEDMAN RE: COMMENTS ON OUTLINE OF [REDACTED] (7); REVIEW OUTLINE OF [REDACTED] (5).	1.2
06/06/18	B NEVE	EMAIL MEMORANDUM TO S. UHLAND RE: [REDACTED] (1.7); EMAIL S. UHLAND, ROTHSCHILD, AND BAML RE: SAME (7); REVIEW ROTHSCHILD PRESENTATION RE: [REDACTED] (3); REVIEW AND COMMENT ON [REDACTED] (1.1); EMAIL R. HOLM RE: [REDACTED] (5); DRAFT AND REVISE OVERVIEW OF [REDACTED] (3.8); EMAIL S. UHLAND, J. BEISWENGER, AND R. HOLM RE: [REDACTED] (5); CONFERENCE W/ J. BEISWENGER RE: SAME (2); DRAFT AND REVISE ISSUES LIST RE: [REDACTED] (1.7); EMAIL S. UHLAND, ROTHSCHILD, AND BAML RE: SAME (7); REVIEW ROTHSCHILD PRESENTATION RE: [REDACTED] (3); REVIEW AND COMMENT ON [REDACTED] (1.1); EMAIL R. HOLM RE: [REDACTED] (5); DRAFT AND REVISE OVERVIEW OF [REDACTED] (3.8); CONFERENCE W/ S. UHLAND, J. BEISWENGER, AND R. HOLM RE: [REDACTED] (6); EMAIL J. BEISWENGER RE: SAME (1); DRAFT AND REVISE ISSUES LIST RE: [REDACTED] (6).	9.4
06/06/18	I BLUMBERG	RESEARCH STANDARDS FOR [REDACTED] (7); EDIT [REDACTED] (4).	1.1

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
06/07/18	P FRIEDMAN	REVIEW [REDACTED] [REDACTED] AND EMAILS W/ P. SOTO RE: SAME.	0.3
06/07/18	I BLUMBERG	PREPARE TIMELINE SLIDE FOR [REDACTED] DECK.	0.6
06/07/18	R HOLM	EMAIL W/ S. UHLAND, J. DANIELS, B. NEVE, AND B. MEISEL AND ROTHSCHILD TEAM RE: [REDACTED] [REDACTED] (1.9); EMAIL W/ S. UHLAND AND B. NEVE RE: SAME (.5); EMAIL W/ S. UHLAND RE: SAME (.4); CONFERENCE W/ J. DANIELS RE: SAME (.4); EMAIL B. NEVE RE: SAME (.4); EMAIL B. NEVE AND B. MEISEL (ROTHSCHILD) RE: SAME (.3); RESEARCH [REDACTED] (1.6); DRAFT [REDACTED] (1.7); REVISE SAME (1.5).	8.7
06/07/18	J BEISWENGER	REVIEW AND ANALYZE [REDACTED] [REDACTED]	0.8
06/07/18	S UHLAND	REVIEW AND REVISE [REDACTED] [REDACTED] (2.1); REVIEW AND REVISE PRESENTATION RE: [REDACTED] (1.8).	3.9
06/07/18	J RAPISARDI	REVIEW AND ANALYZE [REDACTED] [REDACTED] (2.4); TELEPHONE CONFERENCE W/ V. D'AGATA RE: SAME (1.5).	3.9
06/07/18	J DANIELS	CONFERENCE W/ R. HOLM RE: [REDACTED] [REDACTED]	0.4
06/07/18	J DANIELS	REVIEW ROTHSCHILD AND OMM SUMMARIES RE: [REDACTED] [REDACTED]	0.6
06/07/18	B NEVE	DRAFT AND REVISE [REDACTED] [REDACTED] (1.9); ADDRESS COMMENTS TO [REDACTED] [REDACTED] (2); DRAFT AND REVISE [REDACTED] RE: [REDACTED] [REDACTED] (2.9); REVIEW [REDACTED] (1.4); REVIEW ROTHSCHILD PRESENTATION RE: [REDACTED] (.8); EMAIL S. UHLAND AND R. HOLM RE: [REDACTED] [REDACTED] (6); EMAIL R. HOLM RE: SAME (.6); EMAIL R. HOLM AND ROTHSCHILD RE: SAME (.2); CONFERENCE W/ ROTHSCHILD RE: SAME (.2).	10.6

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
06/08/18	B NEVE	DRAFT AND REVISE ANALYSIS OF JUDGE SWAIN OPINIONS RE: [REDACTED] (.4); EMAIL CORRESPONDENCE W/ AAFAP RE: [REDACTED] (.3); REVIEW AND REVISE [REDACTED] RE: [REDACTED] (.6); DRAFT ANALYSIS OF [REDACTED] (1.7); REVIEW COMMENTS AND REVISE [REDACTED] (.9); MEETING W/ J. RAPISARDI, S. UHLAND, ROTHSCHILD, AND BAML RE: [REDACTED] (3.4).	7.3
06/08/18	P FRIEDMAN	PREPARE MEMORANDUM RE: [REDACTED]	2.1
06/08/18	S UHLAND	CONFERENCE W/ R. GORDON RE: [REDACTED] (.9); CONFERENCE W/ D. MONDELL, S. GUNDS, AND R. GORDON RE: [REDACTED] (.4).	1.3
06/08/18	S UHLAND	REVIEW AND REVISE DECK FOR CLIENT RE: [REDACTED] (1.5); ATTEND MEETING AT OMM W/ J. RAPISARDI, B. NEVE, BAML, AND ROTHSCHILD RE: [REDACTED] (3.4).	4.9
06/08/18	J RAPISARDI	NUMEROUS TELEPHONE CONFERENCES W/ M. YASSIN RE: AGREEMENT IN PRINCIPLE (.8); MEETING W/ J. RODRIGUEZ, D. MONDELL, V. D'AGATA, S. UHLAND, AND B. NEVE RE: [REDACTED] (3.4); REVIEW [REDACTED] (1.2) TELEPHONE CONFERENCES W/ G. PORTELA RE: [REDACTED] (.8); EMAIL S. UHLAND RE: [REDACTED] (.8).	7.0
06/08/18	R HOLM	EMAIL W/ B. NEVE RE: [REDACTED] (.7); EMAIL B. NEVE RE: SAME (.4); REVISE MEMORANDUM RE: SAME (1.5).	2.6
06/08/18	D SCHWEON	ASSEMBLE CITED CASES PER REQUEST OF R. HOLM.	0.2
06/09/18	B NEVE	REVIEW JUDGE SWAIN OPINIONS RE: [REDACTED] (1.1); REVIEW FILINGS RE: [REDACTED] (1.5); REVIEW COMMENTS TO [REDACTED] (1.1); REVIEW [REDACTED] (1.4); DRAFT AND REVISE [REDACTED] (2.0); EMAIL J. RAPISARDI RE: [REDACTED] (.2).	7.3
06/09/18	I BLUMBERG	DRAFT MEMORANDUM RE: [REDACTED]	0.2
06/09/18	J RAPISARDI	TELEPHONE CONFERENCE W/ M. YASSIN RE: [REDACTED] (.8); REVIEW AND REVISE MEMORANDUM TO AAFAP RE: [REDACTED] (3.6); EMAIL B. NEVE RE: SAME (.2); REVIEW PRIOR ORDERS/DECISIONS RE: [REDACTED] (.8); REVIEW [REDACTED] (.7).	6.1
06/09/18	S UHLAND	REVIEW AND REVISE CLIENT DECK RE: [REDACTED]	0.8

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Date	Name	Description	Hours
06/10/18	R HOLM	EMAILS W/ P. FRIEDMAN RE: [REDACTED] [REDACTED] (3); DRAFT SAME (1.6).	1.9
06/10/18	I BLUMBERG	DRAFT MEMORANDUM RE [REDACTED].	2.5
06/10/18	J RAPISARDI	TELEPHONE CONFERENCE W/ A. ROSENBERG RE: [REDACTED] [REDACTED] (1.1); TELEPHONE CONFERENCE W/ M. YASSIN RE: [REDACTED] (1.4); TELEPHONE CONFERENCE W/ G. PORTELA RE: SAME (4); EMAIL P. FRIEDMAN RE: [REDACTED] (2).	3.1
06/10/18	S UHLAND	CONFERENCE W/ F. BATLLE RE: A [REDACTED] [REDACTED].	0.7
06/10/18	P FRIEDMAN	EMAIL J. RAPISARDI RE [REDACTED] [REDACTED]	0.3
06/11/18	R HOLM	EMAIL B. NEVE RE: [REDACTED] [REDACTED] (4); EMAILS P. FRIEDMAN RE: DRAFTING [REDACTED] [REDACTED] (3); REVISE SAME (5); ANALYZE [REDACTED] (1.1); DRAFT SUMMARIES OF SAME (1.6).	3.9
06/11/18	P FRIEDMAN	ANALYZE [REDACTED] (2.8); DRAFT AND REVISE AAFAF STATEMENT IN RESPONSE TO MOTION TO ADJOURN SUMMARY JUDGMENT DECISION (4); REVIEW PLEADING FILED BY [REDACTED] (5); DRAFT SUMMARY EMAIL RE: SAME TO CLIENT (2); TELEPHONE EMAIL J. RAPISARDI, S. UHLAND RE: [REDACTED] [REDACTED] (8).	4.7
06/11/18	D CANTOR	REVIEW P. FRIEDMAN EMAIL RE: [REDACTED] [REDACTED].	0.2
06/11/18	J ZUJKOWSKI	REVIEW [REDACTED].	3.4
06/11/18	J RAPISARDI	MEETING AT [REDACTED] (2.2); PRE-MEETING W/ J. RODRIGUEZ, D. MONDELL, V. D'AGATA, S. UHLAND, AND B. NEVE RE: [REDACTED] (1.2); EMAIL M. YASSIN, S. UHLAND, AND P. FRIEDMAN RE: [REDACTED] (8); W/ G. PORTELA RE [REDACTED] (1.1); EMAIL S. UHLAND RE: [REDACTED] (8); EMAIL J. ZUJKOWSKI RE: SAME (8).	7.5

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06/11/18	S UHLAND	PREPARE FOR MEETING AT OMM W/ BAML AND ROTHSCHILD RE: [REDACTED] (1.2); ATTEND MEETING AT PROSKAUER W/ J. RAPISARDI, FOMB ADVISORS, AGENT ADVISORS, BAML, AND ROTHSCHILD RE: [REDACTED] (2.2); PARTICIPATE IN EXTENDED WORKING SESSION W/ B. NEVE, J. RAPISARDI (PARTIAL), J. ZUJKOWSKI (PARTIAL), BAML, AND ROTHSCHILD RE: [REDACTED] (5.8); CONFERENCE W/ B. NEVE AND L. MARINI RE: [REDACTED] (4); ATTEND CATCH UP CALL W/ J. RAPISARDI, P. FRIEDMAN, J. ZUJKOWSKI, AND M. YASSIN RE: [REDACTED] (7).	10.3
06/11/18	A NADLER	RETRIEVE RELEVANT [REDACTED]	0.4
06/11/18	I BLUMBERG	DRAFT MEMORANDUM RE: [REDACTED]	1.7
06/11/18	B NEVE	CONFERENCE W/ AAFAF, ROTHSCHILD, ANKURA, AND BAML RE: [REDACTED] (1.4); WORKING SESSION RE: [REDACTED] (5.8); REVIEW AND REVISE MEMORANDUM RE: [REDACTED] (1.2); CONFERENCE W/ L. MARINI RE: [REDACTED] (2); DRAFT AND REVISE [REDACTED] (3.3).	11.9
06/12/18	R HOLM	EMAIL W/ S. UHLAND AND B. NEVE RE: [REDACTED] (1.9); RESEARCH CASE LAW RE: [REDACTED] (2.0).	3.9
06/12/18	P FRIEDMAN	EMAIL S. UHLAND RE: [REDACTED]	0.3
06/12/18	A SAX-BOLDER	CONFERENCE W/ J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, B. NEVE, AND A. SAX-BOLDER RE: [REDACTED] (6); DRAFT J. RAPISARDI STRATEGY OUTLINE FOR AAFAF RE: [REDACTED] (2.5); RESEARCH [REDACTED] (8).	3.9
06/12/18	P FRIEDMAN	EMAIL J. RAPISARDI RE: [REDACTED]	0.4
06/12/18	J RAPISARDI	EMAIL MEMORANDUM TO B. NEVE, A. SAX-BOLDER, AND S. UHLAND RE: [REDACTED] (1.4); TELEPHONE CONFERENCES W/ M. YASSIN RE: [REDACTED] (1.1); REVIEW FINANCIAL MODELING OF [REDACTED] (8).	3.3
06/12/18	S UHLAND	CONFERENCE W/ J. RAPISARDI, J. ZUJKOWSKI, B. NEVE, AND A. SAX-BOLDER RE: [REDACTED]	0.6

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06/12/18	S UHLAND	EMAIL J. RAPISARDI RE [REDACTED] (.4); EMAIL B. NEVE, A. SAX-BOLDER, J. RAPISARDI, AND J. ZUJKOWSKI RE: [REDACTED] (.6).	1.0
06/12/18	B NEVE	MARK UP [REDACTED] (1.0); RESEARCH ISSUES RE: [REDACTED] (2.7); EMAIL CORRESPONDENCE W/ S. UHLAND, J. ZUJKOWSKI, AND A. SAX-BOLDER RE: [REDACTED] (.8); DRAFT AND REVISE [REDACTED] (1.9); CONFERENCE W/ J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, AND A. SAX-BOLDER RE: [REDACTED] (.6).	7.0
06/13/18	J DANIELS	PULL AND CIRCULATE COMMONWEALTH-COFINA PRIVILEGE LOGS.	0.2
06/13/18	R HOLM	CONFERENCE W/ J. RAPISARDI, S. UHLAND, AND B. NEVE RE: [REDACTED] (.9); EMAILS W/ B. NEVE RE: SAME (.5); RESEARCH CASE LAW RE: [REDACTED] (1.5).	2.9
06/13/18	A SAX-BOLDER	REVISE J. RAPISARDI [REDACTED] MEMORANDUM TO AAFAF.	0.8
06/13/18	B NEVE	REVIEW AND ANALYZE [REDACTED] (1.3); CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, AND BAML RE: SAME (.9); REVIEW AND REVISE [REDACTED] (3.9); REVIEW [REDACTED] (8); REVIEW [REDACTED] (1.4); CONFERENCE W/ S. UHLAND AND J. ZUJKOWSKI RE: SAME (.8).	9.1
06/13/18	J ZUJKOWSKI	REVISE [REDACTED] DECK.	6.7
06/13/18	S UHLAND	EMAIL J. RAPISARDI RE: [REDACTED] (.4); DRAFT AND REVISE ANALYSIS OF [REDACTED] (2.3); EMAIL B. NEVE, J. ZUJKOWSKI RE: [REDACTED] (.7); CALL W/ ROTHSCHILD RE: SLIDES FOR CLIENT (PARTIAL) (.5).	3.9
06/13/18	S UHLAND	EMAIL AAFAF, B. NEVE, J. ZUJKOWSKI, N. MITCHELL, ROTHSCHILD, AND BAML RE: [REDACTED] (.9); FOLLOW-UP CONFERENCE W/ J. ZUJKOWSKI, B. NEVE RE: NEXT STEPS (.4); DRAFT AND REVISE LETTER TO G. PORTELA AND M. YASSIN RE: NEXT STEPS (.7).	2.0
06/13/18	V NAVARRO	EXPORT DOCUMENTS FROM REVIEW WORKSPACE FOR UPLOADING TO INTERLINKS PER REQUEST OF J. ROTH.	1.2
06/14/18	J DANIELS	REVIEW MOTION RE: [REDACTED]	0.7
06/14/18	J DANIELS	EMAIL W/ P. FRIEDMAN, D. CANTOR, S. UHLAND, AND R. HOLM RE: MOTION AND PROPOSED RESPONSE TO SAME.	0.8

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06/14/18	J DANIELS	EMAIL R. HOLM RE: [REDACTED]	0.5
06/14/18	R HOLM	EMAIL P. FRIEDMAN, S. UHLAND, D. CANTOR, AND J. DANIELS RE: [REDACTED] (1.9); DRAFT ANALYSIS OF SAME (2.0); DRAFT RESPONSE TO SAME (1.9); DRAFT PROPOSED ORDER RE: SAME (.9); REVISE LETTER TO AAFAF RE: [REDACTED] (1.2); RESEARCH CASE LAW RE: [REDACTED] (.6).	8.5
06/14/18	A SAX-BOLDER	RESEARCH RE: [REDACTED] (1.2); RESEARCH RE: [REDACTED] (.8); RESEARCH RE: [REDACTED] (.9); RESEARCH RE: [REDACTED] (.8); EMAIL S. UHLAND RE: [REDACTED] (2); DRAFT AND REVISE LETTER TO FOMB RE: [REDACTED] (1.6); DRAFT AND REVISE STRATEGY OUTLINE FOR AAFAF RE: [REDACTED] TO INCORPORATE COMMENTS FROM S. UHLAND AND P. FRIEDMAN (1.7); EMAIL P. FRIEDMAN RE: SAME (.1); INCORPORATE COMMENTS FROM B. NEVE AND R. HOLM TO [REDACTED] FOR AAFAF (.5); EMAIL W/ R. HOLM RE: SAME (.1).	7.9
06/14/18	B NEVE	EXTENDED WORKING SESSION RE: [REDACTED] W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (5.1); REVIEW AND REVISE [REDACTED] (2.3); REVIEW AND ANALYZE OPINIONS RE: [REDACTED] (1.6); CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND AAFAF (1.3).	10.3
06/14/18	J ZUJKOWSKI	REVIEW AND REVISE COMMONWEALTH COFINA DECK (3.4); EXTENDED WORKING SESSION RE: [REDACTED] (5.1).	8.5
06/14/18	P FRIEDMAN	REVIEW AND ANALYZE COMMONWEALTH AGENT MOTION RE: [REDACTED] (2.7); EMAIL M. YASSIN RE: SAME (.3); EMAIL D. CANTOR RE: [REDACTED] (.5); REVIEW AND REVISE MEMORANDUM RE: [REDACTED] (1.1); EMAIL A. SAX-BOLDER RE: MEMORANDUM RE: [REDACTED] (.4).	5.0
06/14/18	J RAPISARDI	REVIEW AND REVISE [REDACTED] (1.6); REVIEW ANALYSIS (1.2); EMAIL S. UHLAND RE: [REDACTED] (.8).	3.6
06/14/18	S UHLAND	ALL DAY DRAFTING SESSION W/ J. ZUJKOWSKI, B. NEVE, ROTHSCHILD, AND BAML RE: [REDACTED] (5.1); REVIEW [REDACTED] (2.7).	7.8

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06/14/18	D CANTOR	EMAIL P. FRIEDMAN, S. UHLAND, J. DANIELS, AND R. HOLM RE: [REDACTED]	1.9
06/14/18	J DANIELS	EMAIL D. CANTOR AND R. HOLM RE: [REDACTED]	0.1
06/14/18	J DANIELS	REVIEW DRAFT RESPONSE TO [REDACTED]	0.2
06/14/18	J DANIELS	REVISE RESPONSE TO [REDACTED]	1.3
06/14/18	J DANIELS	REVISE DRAFT EMAIL TO CLIENT RE: [REDACTED]	0.6
06/14/18	J DANIELS	REVIEW [REDACTED]	0.6
06/14/18	J DANIELS	EMAIL D. CANTOR RE: [REDACTED]	0.1
06/15/18	R HOLM	EMAIL P. FRIEDMAN, S. UHLAND, D. CANTOR, AND J. DANIELS RE: [REDACTED] [REDACTED] (.9); REVISE SAME (1.0); RESEARCH CASE LAW RE: [REDACTED] [REDACTED] (.2); EMAIL A. SAX-BOLDER RE: [REDACTED] [REDACTED] (.3).	2.4
06/15/18	A SAX-BOLDER	DRAFT AND REVISE [REDACTED] (.8); DRAFT AND REVISE [REDACTED] LETTER RE: [REDACTED] (.2.9); REVIEW [REDACTED] (.4); LEGAL RESEARCH RE: [REDACTED] [REDACTED] (.7); LEGAL RESEARCH RE: [REDACTED] [REDACTED] (.4); EMAIL B. NEVE RE: [REDACTED] (.1); EMAIL R. HOLM RE: [REDACTED] [REDACTED] (.3).	5.6
06/15/18	B NEVE	DRAFT AND REVISE [REDACTED] (1.7); EMAIL S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA RE: [REDACTED] [REDACTED] W/ S. UHLAND AND J. ZUJKOWSKI RE: [REDACTED] (.5); EXTENDED WORKING SESSION W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (2.7); DRAFT AND REVISE ANALYSIS [REDACTED] [REDACTED] (.5); RESEARCH [REDACTED] [REDACTED] (1.6).	7.7
06/15/18	S UHLAND	CONFERENCE W/ J. ZUJKOWSKI, B. NEVE, AND P. FRIEDMAN RE: [REDACTED]	0.5

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06/15/18	P FRIEDMAN	REVIEW [REDACTED] (1.7); TELEPHONE CONFERENCE W/ G. PORTELA RE: [REDACTED] (3); REVIEW AND REVISE RESPONSE TO COMMONWEALTH [REDACTED] (7).	2.7
06/15/18	D CANTOR	REVIEW REVISED RESPONSE TO UCC URGENT MOTION ON [REDACTED]	0.2
06/15/18	J DANIELS	EMAIL R. HOLM RE: MOTION.	0.1
06/15/18	J DANIELS	REVIEW P. FRIEDMAN REVISION TO MOTION RE: [REDACTED]	0.3
06/15/18	S UHLAND	EMAIL RE: POA W/ J. ZUJKOWSKI, B. NEVE, AAFAP TEAM, BAML, AND ROTHSCHILD (.6); ATTEND IN-PERSON MEETING AT ROTHSCHILD W/ B. NEVE, J. ZUJKOWSKI, BAML, AND ROTHSCHILD (2.7)	3.3
06/16/18	B NEVE	RESEARCH [REDACTED] (4); DRAFT OUTLINE OF LETTER TO FOMB RE: [REDACTED] W/ S. UHLAND RE: [REDACTED] (5); EMAIL CORRESPONDENCE W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA RE: SAME (.6); DRAFT AND REVISE PRESENTATION RE: [REDACTED] (3.1); RESEARCH [REDACTED] (1.7); RESEARCH [REDACTED] (8); CONFERENCE RE: [REDACTED] W/ J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (.5); CONFERENCE RE: SAME W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, ANKURA, AND AAFAP (1.8); CONFERENCE RE: SAME W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (.5); CONFERENCE RE: [REDACTED] W/ S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI (.5); CONFERENCE RE: SAME W/ J. RAPISARDI, S. UHLAND, AND J. ZUJKOWSKI (.6).	11.3
06/16/18	A SAX-BOLDER	DRAFT AND REVISE [REDACTED] (2.7); LEGAL RESEARCH RE: [REDACTED] (1.4); REVIEW [REDACTED] (1.8); RESEARCH RE: [REDACTED] (7).	6.6
06/16/18	J BEISWENGER	EMAIL S. UHLAND RE: [REDACTED] RE: [REDACTED] (1); DRAFT AND REVISE [REDACTED] RE: SAME (5.6).	5.7

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06/16/18	P FRIEDMAN	EMAILS W/ S. UHLAND AND J. RAPISARDI RE: [REDACTED] (4); EDIT MEMORANDUM [REDACTED] (1.2).	1.6
06/16/18	J RAPISARDI	REVIEW AND REVISE [REDACTED] (2.6); DRAFT OMM MEMORANDUM RE: [REDACTED] (3.8); EMAIL W/ S. UHLAND RE: [REDACTED] (7).	7.1
06/16/18	S UHLAND	REVIEW AND REVISE [REDACTED] (.8); DRAFT AND REVISE [REDACTED] (9); CONFERENCE W/ B. NEVE RE: [REDACTED] (5); CONFERENCE RE: [REDACTED] W/ J. RAPISARDI, B. NEVE, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (5); CONFERENCE RE: SAME W/ B. NEVE, J. ZUJKOWSKI, ROTHSCHILD, BAML, ANKURA, AND AAFAP (1.8); CONFERENCE RE: SAME W/ B. NEVE, J. ZUJKOWSKI, ROTHSCHILD, BAML, AND ANKURA (5); CONFERENCE RE: [REDACTED] W/ B. NEVE, P. FRIEDMAN, AND J. ZUJKOWSKI (5); CONFERENCE RE: SAME W/ J. RAPISARDI, B. NEVE, AND J. ZUJKOWSKI (6).	6.1
06/17/18	A SAX-BOLDER	DRAFT AND REVISE [REDACTED] (2.6); CITE CHECK [REDACTED] (8); INCORPORATE COMMENTS FROM P. FRIEDMAN TO [REDACTED] (1.3); EMAIL W/ P. FRIEDMAN IN CONNECTION W/ [REDACTED] (2); RESEARCH RE: [REDACTED] (1.4); INCORPORATE COMMENTS FROM S. UHLAND TO DEMAND LETTER (2.2); RESEARCH RE: [REDACTED] (8); INCORPORATE COMMENTS FROM J. RAPISARDI TO [REDACTED] (9); EMAIL S. UHLAND, P. FRIEDMAN, J. ZUJKOWSKI, J. BEISWENGER, AND B. NEVE RE: [REDACTED] (3); DRAFT AND REVISE [REDACTED] RE: [REDACTED] (1.2); EMAILS W/ B. NEVE RE: SAME (3); EMAIL J. ZUJKOWSKI, J. BEISWENGER, AND B. NEVE RE: [REDACTED] (2).	12.2
06/17/18	B NEVE	DRAFT AND REVISE MEMORANDUM ANALYZING [REDACTED] (3.8); REVIEW RESEARCH RE: [REDACTED] (1.7); REVIEW [REDACTED] (1.4); RESEARCH [REDACTED] (1.9); EMAIL S. UHLAND, P. FRIEDMAN, J. ZUJKOWSKI, J. BEISWENGER, AND A. SAX-BOLDER RE: [REDACTED] (3); EMAIL RE: SAME W/ S. UHLAND, J. ZUJKOWSKI, ANKURA, ROTHSCHILD, AND BAML (6); EMAIL RE: SAME W/ S. UHLAND, J. ZUJKOWSKI, ANKURA, ROTHSCHILD, BAML, AND AAFAP (9).	10.6
06/17/18	J ZUJKOWSKI	REVISE [REDACTED] (5.0); MULTIPLE CALLS W/ J. RAPISARDI AND S. UHLAND RE: SAME (1.7).	6.7

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06/17/18	J BEISWENGER	EMAIL S. UHLAND, P. FRIEDMAN, B. NEVE, AND A. SAX-BOLDER RE: [REDACTED] (3); CORRESPOND W/ A. SAX-BOLDER RE: [REDACTED] (3); DRAFT INSERTS FOR [REDACTED] (1.2); EMAIL J. ZUJKOWSKI AND B. NEVE RE: [REDACTED] (1); EMAIL J. ZUJKOWSKI, B. NEVE, AND A. SAX-BOLDER RE: [REDACTED] (2); REVISE AND PROOFREAD [REDACTED] RE: [REDACTED] (2.1); REVISE AND PROOFREAD [REDACTED] (1.7); FURTHER REVISE [REDACTED] AS PER J. RAPISARDI COMMENTS (3).	6.2
06/17/18	J RAPISARDI	REVIEW AND REVISE SLIDE PRESENTATION FOR GOVERNOR RE: [REDACTED] (2.2); EMAIL S. UHLAND RE: SLIDE PRESENTATION, [REDACTED] (1.1); REVIEW AND REVISE [REDACTED] (1.4); REVIEW AND REVISE [REDACTED] ANALYSIS (1.6).	6.3
06/17/18	P FRIEDMAN	REVISE AND EDIT [REDACTED] (9); TELEPHONE CONFERENCE W/ G. PORTELA RE: SAME (2).	1.1
06/17/18	P FRIEDMAN	EMAIL S. UHLAND, A. SAX-BOLDER, J. RAPISARDI, AND B. NEVE RE: [REDACTED] (7); REVISE LETTER TO [REDACTED] (4.1).	4.8
06/17/18	R HOLM	RESEARCH CASE LAW RE: [REDACTED]	1.8
06/17/18	S UHLAND	FURTHER REVIEW AND REVISE [REDACTED] (1.2); ANALYZE AND RESEARCH LEGAL ISSUES RE: [REDACTED] (1.3); TELEPHONE CONFERENCE W/ G. PORTELA, AAFAP, BAML, AND ROTHSCHILD RE: NEXT [REDACTED] (1.3); EMAIL B. NEVE, P. FRIEDMAN, J. ZUJKOWSKI, J. BEISWENGER, AND A. SAX-BOLDER RE: [REDACTED] (3); EMAIL RE: SAME W/ B. NEVE, J. ZUJKOWSKI, ANKURA, ROTHSCHILD, AND BAML (6); CONFERENCE RE: SAME W/ ANKURA, ROTHSCHILD, BAML, AND AAFAP (9).	5.6
06/18/18	A SAX-BOLDER	DRAFT AND REVISE [REDACTED]	2.3
06/18/18	B NEVE	REVIEW AND REVISE [REDACTED] (3); REVIEW AND REVISE MEMORANDUM [REDACTED] (9).	1.2
06/18/18	P FRIEDMAN	ANALYZE [REDACTED]	2.1

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06/18/18	J RAPISARDI	MEETING AT AAFAF RE: [REDACTED] (2.2); MEETING AT FORTALEZA RE: PRE- AND POST- MEETINGS W/ G. PORTELA AND M. YASSIN RE: SAME (1.8); REVIEW AND REVISE [REDACTED] [REDACTED] (2.8).	6.8
06/18/18	J BEISWENGER	REVIEW AND REVISE UPDATED [REDACTED] [REDACTED] (.8); EMAIL A. SAX- BOLDER RE: SAME (.3).	1.1
06/18/18	S UHLAND	REVIEW AND REVISE [REDACTED] [REDACTED] (.9); CONFERENCE W/ M. YASSIN RE: [REDACTED] (.7).	1.6
06/18/18	R HOLM	EMAIL J. DANIELS RE: [REDACTED] [REDACTED]	0.3
06/18/18	R HOLM	RESEARCH CASE LAW RE: [REDACTED] [REDACTED] [REDACTED] (1.9); DRAFT ANALYSIS OF SAME FOR S. UHLAND (1.8); REVISE ANALYSIS OF SAME (1.7).	5.4
06/19/18	A SAX-BOLDER	REVISE [REDACTED] [REDACTED] (1.8); REVISE [REDACTED] TO INCORPORATE COMMENTS FROM M. YASSIN (.3); REVISE [REDACTED] TO INCORPORATE COMMENTS FROM P. FRIEDMAN (.7).	2.8
06/19/18	J ZUJKOWSKI	PREPARE [REDACTED] [REDACTED]	2.3
06/19/18	J RAPISARDI	REVIEW LETTER TO [REDACTED] (1.6) AND NUMEROUS CONFERENCES W/ G. PORTELA, M. YASSIN, D. MONDELL, AND V. D'AGATA (4.8); EMAIL MEMORANDUM TO S. UHLAND RE: [REDACTED] (1.4) AND P. FRIEDMAN RE: [REDACTED] [REDACTED] (.8).	8.6
06/19/18	J BEISWENGER	REVISE DRAFT [REDACTED] [REDACTED]	0.4
06/19/18	P FRIEDMAN	REVIEW [REDACTED] [REDACTED] (6); EMAIL W/ J. RAPISARDI, S. UHLAND RE: MEMORANDUM [REDACTED] (.5); EMAIL J. RAPISARDI, A. SAX-BOLDER RE: [REDACTED] [REDACTED] (.3); REVISE AND EDIT MEMORANDUM [REDACTED] [REDACTED] (1.7); REVISE AND EDIT LETTER [REDACTED] [REDACTED] (2.5); FINALIZE [REDACTED] [REDACTED] (.3); MEETING W/ M. YASSIN RE: [REDACTED] [REDACTED] (1.0).	6.9
06/19/18	J DANIELS	CONFERENCE W/ C. VELAZ RE: FILING.	0.1

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06/19/18	J DANIELS	EMAIL COMMUNICATIONS W/ P. FRIEDMAN, S. UHLAND, AND D. CANTOR REVISIONS TO RESPONSE TO URGENT MOTION RE: [REDACTED]	0.3
06/19/18	J DANIELS	CONFERENCE W/ C. VELAZ RE: FILING.	0.1
06/19/18	J DANIELS	EMAIL D. CANTOR RE: REVISIONS TO RESPONSE TO URGENT MOTION RE: [REDACTED]	0.2
06/19/18	A METLITSKY	REVIEW AND PROPOSE REVISIONS TO DRAFT LETTER [REDACTED]	1.3
06/19/18	J DANIELS	EMAIL P. FRIEDMAN RE: [REDACTED]	0.2
06/19/18	J DANIELS	EMAIL COMMUNICATIONS W/ R. HOLM [REDACTED]	0.4
06/19/18	D CANTOR	EMAIL J. DANIELS RE: [REDACTED] (4); EMAILS W/ P. FRIEDMAN, J. DANIELS RE: SAME (4); EMAILS W/ P. FRIEDMAN RE: [REDACTED] (3).	1.1
06/19/18	B NEVE	EMAIL CORRESPONDENCE W/ J. RAPISARDI, S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: [REDACTED] (3); DRAFT AND REVISE ANALYSIS OF [REDACTED] (9); DRAFT AND REVISE TIMELINE [REDACTED] (8); EMAIL J. RAPISARDI, S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: [REDACTED] (1.4); DRAFT AND REVISE LETTER [REDACTED] (3.6); DRAFT AND REVISE [REDACTED] (2.3).	9.3
06/19/18	J DANIELS	REVISE RESPONSE TO URGENT MOTION RE: [REDACTED]	1.7
06/19/18	J DANIELS	EMAIL R. HOLM RE: FILING.	0.3
06/19/18	J DANIELS	REVISE PROPOSED ORDER FOR RESPONSE TO URGENT MOTION RE: [REDACTED] PER P. FRIEDMAN AND S. UHLAND COMMENTS.	1.1
06/19/18	S UHLAND	EMAIL J. RAPISARDI, P. FRIEDMAN, AND J. ZUJKOWSKI RE: [REDACTED]	0.9
06/19/18	R HOLM	EMAIL W/ D. CANTOR AND J. DANIELS RE: [REDACTED] (9); REVISE SAME (7).	1.6
06/20/18	A SAX-BOLDER	REVISE [REDACTED] TO INCORPORATE COMMENTS FROM J. RAPISARDI.	1.7

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06/20/18	J RAPISARDI	MEETING AT FORTALEZA W/ [REDACTED], C. SOBRINO, AND G. PORTELA RE: [REDACTED] (3.8); TELEPHONE CONFERENCE W/ [REDACTED] RE: [REDACTED] (1.0); CONFERENCE W/ G. PORTELA AND M. YASSIN RE: CALL W/ [REDACTED] (1.1); REVIEW AND REVISE ANALYSIS OF [REDACTED] (1.2); UPDATE CALL W/ AAFAF, D. MONDELL, V. D'AGATA (ROTHSCHILD) (.8); TELEPHONE CONFERENCE W/ A. ROSENBERG RE: STATUS (.6).	8.5
06/20/18	P FRIEDMAN	EMAILS W/ L. DESPINS RE: [REDACTED] (.2); EMAILS W/ J. DANIELS RE: [REDACTED] (.5); REVISE LETTER TO [REDACTED] (2.7); REVIEW [REDACTED] (.3); EMAIL W/ M. YASSIN RE: SAME (.1).	3.8
06/20/18	A METLITSKY	EMAIL P. FRIEDMAN TO DISCUSS COFINA MATTER.	0.2
06/20/18	D CANTOR	REVIEW DRAFT LETTER FROM [REDACTED] (.6); REVIEW SUMMARIES [REDACTED] (.6).	1.2
06/20/18	S UHLAND	EMAIL J. RAPISARDI RE: STATUS (.4) DRAFT AND REVISE [REDACTED] LETTER (.9).	1.3
06/20/18	R HOLM	EMAILS W/ P. FRIEDMAN, D. CANTOR, J. DANIELS, AND J. BERMAN (PRIME CLERK) RE: [REDACTED] (.8); EMAILS W/ P. FRIEDMAN, D. CANTOR, AND J. DANIELS RE: [REDACTED] (1.9); EMAILS W/ P. FRIEDMAN, D. CANTOR, AND J. DANIELS RE: [REDACTED] (2.0); ANALYZE RELEVANT CASE LAW [REDACTED] (2.0).	6.7
06/20/18	J DANIELS	REVIEW RESPONSES TO URGENT MOTION RE: [REDACTED]	0.3
06/20/18	J DANIELS	DRAFT AND REVISE AMENDED RESPONSE MOTION RE: [REDACTED]	2.8
06/20/18	J DANIELS	EMAIL MEMORANDUM TO R. HOLM RE: [REDACTED]	0.9
06/20/18	J DANIELS	EMAIL COMMUNICATION W/ P. FRIEDMAN RE: [REDACTED]	0.2

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06/21/18	B NEVE	DRAFT AND REVISE LETTER TO FOMB RE: [REDACTED] (6.0); DRAFT AND REVISE LETTER TO THE COMMONWEALTH AGENT RE: [REDACTED] (2.7); EMAIL P. FRIEDMAN, J. ZUJKOWSKI, AND A. SAX-BOLDER RE: [REDACTED] (.3).	8.9
06/21/18	D CANTOR	REVIEW AND REVISE DRAFT SUR-REPLY ON MOTION RE: [REDACTED] (4.7); EMAIL W/ P. FRIEDMAN, J. DANIELS, AND R. HOLM RE: SAME (.9).	5.6
06/21/18	J RAPISARDI	REVISE LETTER TO [REDACTED].	2.2
06/21/18	P FRIEDMAN	EMAIL W/ J. DANIELS, R. HOLM, AND D. CANTOR RE: [REDACTED] (.5); REVIEW DRAFT SUR- REPLY AND MOTION FOR LEAVE TO FILE SUR-REPLY (.7); REVISE LETTER TO [REDACTED] RE: [REDACTED] (4.5); REVISE LETTERS [REDACTED] (1.2); EMAIL A. SAX-BOLDER AND J. RAPISARDI RE: LETTER [REDACTED] (1.3); TELEPHONE CONFERENCE W/ J. ZUJKOWSKI, B. NEVE RE: LETTER (.7).	8.9
06/21/18	J DANIELS	DRAFT COVER EMAIL SEEKING LEAVE TO FILE FROM SENIOR STAKEHOLDERS AND COMMONWEALTH AGENT.	0.4
06/21/18	J DANIELS	REVIEW AND REVISE SUR-REPLY TO SENIOR STAKEHOLDERS' RESPONSE.	3.7
06/21/18	J DANIELS	REVIEW AND REVISE MOTION FOR LEAVE TO FILE SUR- REPLY TO SENIOR BONDHOLDERS' RESPONSE.	1.9
06/21/18	J DANIELS	EMAIL R. HOLM RE: MOTION FOR LEAVE TO FILE SUR- REPLY AND SUR-REPLY.	0.6
06/21/18	J DANIELS	EMAIL COMMUNICATIONS W/ P. FRIEDMAN AND D. CANTOR RE: [REDACTED].	0.4
06/21/18	J DANIELS	DRAFT NOTICE MOTION TO BE SENT TO SENIOR STAKEHOLDER'S COUNSEL.	0.6
06/21/18	A SAX-BOLDER	INCORPORATE COMMENTS FROM P. FRIEDMAN TO [REDACTED] LETTER [REDACTED] (1.7); INCORPORATE COMMENTS FROM J. RAPISARDI TO [REDACTED] LETTER [REDACTED] (3.6); INCORPORATE COMMENTS FROM S. UHLAND TO [REDACTED] LETTER [REDACTED] (2); EMAIL J. ZUJKOWSKI TO [REDACTED] LETTER [REDACTED] [REDACTED] (1); EMAIL J. RAPISARDI AND P. FRIEDMAN RE: LETTER [REDACTED] (1.8); EMAIL P. FRIEDMAN, J. ZUJKOWSKI, AND B. NEVE RE: SAME (.2); DRAFT AND REVISE LETTER FROM [REDACTED] (5.3).	11.9
06/21/18	J DANIELS	PULL AND SEND PRIOR FILINGS AND ORDERS RELATED TO MOTION FOR LEAVE AND SUR-REPLY TO R. HOLM.	0.5
06/21/18	S UHLAND	REVIEW AND REVISE LETTER [REDACTED] (1.7); EMAILS P. FRIEDMAN, J. RAPISARDI RE: REVISED LETTER (.4).	2.1

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06/22/18	D CANTOR	REVISE SUR-REPLY RE: [REDACTED] (.9); NUMEROUS EMAILS W/ P. FRIEDMAN, J. DANIELS, R. HOLM, AND L. DESPINS RE: SAME (3.7).	4.6
06/22/18	J ZUJKOWSKI	DRAFT AGENT LETTERS RE: [REDACTED] (4.0); EMAIL P. FRIEDMAN AND B. NEVE RE: SAME (.5).	4.5
06/22/18	J DANIELS	REVISE DRAFT COMMUNICATIONS W/ COURT RE: MOTION FOR LEAVE TO FILE SUR-REPLY.	0.3
06/22/18	J DANIELS	REVISE AND FINALIZE MOTION FOR LEAVE AND SUR-REPLY.	2.4
06/22/18	J DANIELS	EMAIL COMMUNICATIONS W/ D. CANTOR, P. FRIEDMAN, AND R. HOLM RE: MOTION FOR LEAVE TO FILE AND SUR-REPLY.	0.4
06/22/18	J DANIELS	EMAIL R. HOLM RE: REVISIONS TO MOTION FOR LEAVE AND SUR-REPLY AND FILING OF SAME.	0.6
06/22/18	J DANIELS	COMMUNICATIONS W/ L. DESPINS (COMMONWEALTH AGENT) FORWARDING FILED STAMPED COPIES OF SUR-REPLY.	0.1
06/22/18	A SAX-BOLDER	DRAFT AND REVISE LETTER [REDACTED] RE: [REDACTED] TO INCORPORATE COMMENTS FROM S. UHLAND, ROTHSCHILD, AND AAFAP (2.4); CONFERENCE W/ J. RAPISARDI RE: SAME (.1); PREPARE MATERIALS FOR M. YASSIN RE: [REDACTED] (.3).	2.8
06/22/18	J DANIELS	REVIEW COMMONWEALTH AGENT RESPONSE TO SUR-REPLY.	0.7
06/22/18	J DANIELS	COMMUNICATIONS W/ C. VELEZ (LOCAL COUNSEL) RE: FILING OF MOTION FOR LEAVE AND SUR-REPLY.	0.3
06/22/18	P FRIEDMAN	EDIT LETTERS TO COFINA, COMMONWEALTH AGENTS AND OVERSIGHT BOARD RE: [REDACTED] (2.8); EMAILS W/ L. DESPINS AND M. FELDMAN RE: SUR-REPLY TO AGENT MOTION RE: [REDACTED] (.4); EMAILS W/ D. CANTOR, R. HOLM, AND J. DANIELS RE: SUR-REPLY (.3); FINALIZE SUR-REPLY (.7); REVIEW AGENT REPLY BRIEF (.4).	4.6
06/22/18	R HOLM	EMAIL W/ P. FRIEDMAN, D. CANTOR, J. DANIELS, AND L. MARINI AND TEAM AT MPM LAW RE: DRAFTING OF SUR-REPLY TO COFINA SENIOR STAKEHOLDERS' RESPONSE RE: [REDACTED] (2.0); DRAFT SAME (1.9); REVISE SAME (.8).	4.7

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06/25/18	P FRIEDMAN	REVIEW LETTERS [REDACTED] (4); PREPARE FOR MEETING W/ [REDACTED] (5).	0.9
06/25/18	S UHLAND	CONFERENCE W/ M. YASSIN, G. PORTELA, ROTHSCHILD RE: [REDACTED] RE: [REDACTED] (8); ATTEND MEETING AT PROSKAUER W/ BAML, ROTHSCHILD RE: [REDACTED] (3.7).	4.5
06/26/18	S UHLAND	EXTENDED MEETING W/ D. MONDELL, V. D'AGATA, F. BATLLE, G. PORTELA, M. YASSIN, AND J. RODRIGUEZ RE: [REDACTED]	9.6
06/26/18	J ZUJKOWSKI	ATTEND MEETING AND PREPARE TALKING POINTS RE [REDACTED]	1.5
06/27/18	P FRIEDMAN	MEET W/ COFINA AGENT AND ADVISORS RE: [REDACTED] (1.5); MEET W/ COMMONWEALTH AGENT AND ADVISORS RE: [REDACTED] (8); MEET W/ AAFAP TEAM, ROTHSCHILD, BAML, AND ANKURA RE: [REDACTED] (1.1).	3.4
06/27/18	S UHLAND	PREPARE FOR AGENT MEETINGS W/ D. MONDELL, V. D'AGATA, BAML, F. BATLLE (1.6); ATTEND MEETINGS W/ P. FRIEDMAN, BAML, ROTHSCHILD, AND AAFAP W/ COFINA AGENT (1.5), COMMONWEALTH AGENT (8); ATTEND FOLLOW-UP MEETING AT ROTHSCHILD W/ AAFAP, ROTHSCHILD, BAML (1.4); FURTHER FOLLOW-UP MEETING AT ROTHSCHILD RE: NEXT STEPS W/ CREDITORS (1.3).	6.6
06/28/18	S UHLAND	CONFERENCE W/ V. D'AGATA RE: [REDACTED] AND NEXT STEPS.	0.8
06/29/18	S UHLAND	UPDATE CALL W/ BAML, ROTHSCHILD, AND AAFAP RE: MEETING W/ [REDACTED] AND NEXT STEPS.	1.1
06/30/18	S UHLAND	EMAIL P. FRIEDMAN AND J. RAPISARDI RE: [REDACTED]	0.9
Total Hours			592.2
Total Fees			476,193.58

Disbursements

Copying	\$34.40
Data Hosting Fee	46.92
Expense Report Other (Incl. Out of Town Travel)	40.04
Local Travel	314.16
Online Research	1,284.54
Telephone	10.35
Total Disbursements	\$1,730.41

Total Current Invoice **\$477,923.99**

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
COMMONWEALTH OF PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO
RICO V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING
CORPORATION
Matter: 0686892-00023

07/31/18
Invoice: 1008177

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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
06/12/18	E101	Lasertrak Printing - Holm, Richard Pages: 55	55.00	\$5.50
06/13/18	E101	Lasertrak Printing - Holm, Richard Pages: 21	21.00	2.10
06/13/18	E101	Lasertrak Printing - Holm, Richard Pages: 47	47.00	4.70
06/13/18	E101	Lasertrak Printing - Holm, Richard Pages: 26	26.00	2.60
06/14/18	E101	Lasertrak Printing - Holm, Richard Pages: 21	21.00	2.10
06/26/18	E101	Lasertrak Printing - Neve, Brett Pages: 36	36.00	3.60
06/26/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 72	72.00	7.20
06/26/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 66	66.00	6.60
Total for E101 - Lasertrak Printing				\$34.40
05/12/18	E105	Conference Calls CONFERENCE CALLS - SOUNDPATH CONFERENCING; JUSTINE DANIELS; 5/12/2018 12:00 AM (PT) ;	1.00	\$10.35
Total for E105 - Conference Calls				\$10.35
06/12/18	E106	Online Research - Westlaw; Richard Holm	1.00	\$556.21
06/13/18	E106	Online Research - Westlaw; Richard Holm	1.00	432.00
06/14/18	E106	Online Research - Westlaw; Amalia Sax-Bolder	1.00	101.25
06/18/18	E106	Online Research - Westlaw; Richard Holm	1.00	195.08
Total for E106 - Online Research - Westlaw				\$1,284.54
05/31/18	E109	XYZ TWO WAY RADIO SERVICE, INC. - Local Travel (Accounts Payable) - XYZ TWO WAY RADIO SERVICE, INC. - 1656785 -- R HOLM - TRAVEL DATE: 05/13/2018, 05/31/18	1.00	\$59.72
05/31/18	E109	XYZ TWO WAY RADIO SERVICE, INC. - Local Travel (Accounts Payable) - XYZ TWO WAY RADIO SERVICE, INC. - 1656785 -- R HOLM - TRAVEL DATE: 05/05/2018, 05/31/18	1.00	59.72
05/31/18	E109	XYZ TWO WAY RADIO SERVICE, INC. - Local Travel (Accounts Payable) - XYZ TWO WAY RADIO SERVICE, INC. - 1656785 -- R HOLM - TRAVEL DATE: 05/14/2018, 05/31/18	1.00	53.04
06/13/18	E109	BRETT M. NEVE - Local Travel Local Travel - BRETT M. NEVE - TAXI, OFFICE/HOME. OVERTIME TAXI	1.00	53.42
06/21/18	E109	DANIEL L. CANTOR - Local Travel Local Travel - DANIEL L. CANTOR; UBER. OT CAR 6/21	1.00	88.26
Total for E109 - Local Travel (Accounts Payable)				\$314.16
06/07/18	E110	RICHARD HOLM - Out-of-Town Travel Meals Out-of-Town	1.00	\$27.57

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		Travel Meals - RICHARD HOLM, DINNER, GUESTS: RICHARD HOLM OVERTIME MEAL		
06/19/18	E110	BRETT M. NEVE - Out-of-Town Travel Meals Out-of-Town Travel Meals - BRETT M. NEVE, DINNER, GUESTS: BRETT M. NEVE OVERTIME MEAL	1.00	12.47
Total for E110 - Out-of-Town Travel Meals				\$40.04
06/30/18	E160DHF	Data Hosting Fee - Total_GB = 3.91 For Period 06/01/2018 to 06/30/2018	1.00	\$46.92
Total for E160DHF - Data Hosting Fee				\$46.92

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>
Attorneys	
DANIEL L. CANTOR	16.0
PETER FRIEDMAN	56.5
SUZZANNE UHLAND	92.5
JOHN J. RAPISARDI	78.5
ANTON METLITSKY	1.5
JUSTINE DANIELS	31.4
JOSEPH ZUJKOWSKI	33.6
JACOB T. BEISWENGER	16.4
RICHARD HOLM	74.2
AMALIA Y. SAX-BOLDER	59.1
BRETT M. NEVE	121.9
IRENE BLUMBERG	6.1
JOSEPH A. SPINA	2.7
Total for Attorneys	590.4
Paralegal/Litigation Support	
ANDREW NADLER	0.4
VICTOR M. NAVARRO	1.2
DANIEL SCHWEON	0.2
Total for Paralegal/Litigation Support	1.8
Total	592.2

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Matter: 0686892-00012

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COFINA TITLE III

For Professional Services Rendered Through July 31, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
005 CASE ADMINISTRATION			
07/02/18	J TAYLOR	REVIEW PROPOSED COFINA EMMA NOTICE AND CORRESPOND W/ S. TORRES RE: SAME (.1); DRAFT AND REVISE COVER NOTICE TO [REDACTED] (.1).	0.2
07/12/18	J TAYLOR	REVIEW PROPOSED EMMA NOTICE; CORRESPOND W/ S. TORRES RE: SAME.	0.1
07/23/18	J TAYLOR	CORRESPOND W/ S. TORRES RE: [REDACTED]	0.1
Total	005 CASE ADMINISTRATION		0.4
015 PLAN OF ADJUSTMENT			
07/06/18	P FRIEDMAN	DISCUSSION W/ ROTHSCHILD AND BAML RE: [REDACTED]	0.8
07/10/18	J RAPISARDI	EMAIL TO S. UHLAND, P. FRIEDMAN RE: [REDACTED] (1.1); EMAIL S. UHLAND RE: [REDACTED] (6); TELEPHONE CONFERENCE W/ F. BATLLE (1.8); V. D'AGATA (6); M. YASSIN (1.1) RE: [REDACTED] (1.5).	6.7
07/12/18	B NEVE	DRAFT AND REVISE LETTER TO PROSKAUER RE: [REDACTED] (1.3); DRAFT AND REVISE [REDACTED] (2.3).	3.6
07/12/18	S UHLAND	DRAFT AND REVISE SUMMARY FOR [REDACTED]	0.8
07/13/18	B NEVE	DRAFT AND REVISE [REDACTED]	0.6
07/16/18	S UHLAND	CONFERENCE W/ M. RAPAPORT RE: [REDACTED]	0.3
07/17/18	J ZUJKOWSKI	PREPARE FOR MEETING W/ S. UHLAND, M. LOTITO, AND PROSKAUER TEAM (3.0); CONFERENCE W/ PROSKAUER RE: COFINA (1.5).	4.5
07/17/18	R HOLM	EMAILS W/ S. UHLAND, J. DANIELS, AND B. FORNARIS AND GDB TEAM RE: [REDACTED] (9); EMAIL J. DANIELS AND B. FORNARIS RE: SAME (.8); RESEARCH SAME (1.3).	3.0
07/17/18	J DANIELS	SEARCH FOR [REDACTED]	1.6
07/17/18	J DANIELS	EMAIL R. HOLM RE: [REDACTED]	0.3
07/18/18	I BLUMBERG	CONFERENCE W/ S. UHLAND, M. LOTITO, J. ZUJKOWSKI (ON TELEPHONE), B. NEVE, AND B. HARPER RE: COFINA RESEARCH ITEMS.	0.5

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 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

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Date	Name	Description	Hours
07/18/18	B HARPER	PARTICIPATE IN TEAM STRATEGY MEETING RE: [REDACTED] W/ S. UHLAND, M. LOTITO, J. ZUJKOWSKI, B. NEVE, AND I. BLUMBERG (PARTIAL).	0.3
07/18/18	P FRIEDMAN	REVIEW AND REVISE STRATEGY MEMORANDUM RE: [REDACTED] (.9); MEET W/ S. UHLAND, J. RAPISARDI, BAML AND ROTHSCHILD TEAM RE: STRATEGY FOR [REDACTED] (PARTIAL) (.8).	1.7
07/18/18	S UHLAND	MEET W/ B. NEVE, I. BLUMBERG, J. ZUJKOWSKI, M. LOTITO, AND B. HARPER RE: [REDACTED].	0.5
07/18/18	S UHLAND	STRATEGY MEETING W/ J. RAPISARDI (PARTIAL), F. BATLLE, BAML, ROTHSCHILD, AND P. FRIEDMAN (PARTIAL).	2.6
07/18/18	S UHLAND	CONTINUE WORKING SESSION W/ M. LOTITO (PARTIAL), BAML, AND ROTHSCHILD RE: [REDACTED].	2.3
07/18/18	M LOTITO	CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, B. NEVE, B. HARPER, AND I. BLUMBERG RE: [REDACTED] (.5); EMAIL S. UHLAND RE: SAME (.1).	0.6
07/18/18	B NEVE	EMAIL CORRESPONDENCE W/ J. RAPISARDI RE: [REDACTED] (.4); CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, M. LOTITO, B. HARPER, AND I. BLUMBERG RE: [REDACTED] (.5).	0.9
07/19/18	R HOLM	CONFERENCE W/ S. UHLAND, D. PEREZ, AND M. LOTITO RE: [REDACTED] (.2); CONFERENCE W/ D. PEREZ AND M. LOTITO RE: SAME (.1); RESEARCH [REDACTED] (.5).	0.8
07/19/18	D PEREZ	MEET W/ S. UHLAND, R. HOLM, AND M. LOTITO RE: [REDACTED] (.2); FOLLOW UP W/ R. HOLM RE: SAME (.1).	0.3
07/19/18	B HARPER	CONDUCT RESEARCH RE: [REDACTED]	2.8
07/19/18	M LOTITO	TELEPHONE CONFERENCE W/ M. ZERJAL (PROSKAUER) RE: [REDACTED].	0.1
07/19/18	S UHLAND	REVIEW AND REVISE COFINA OUTLINE (1.3); CONFERENCE W/ M. LOTITO AND J. ZUJKOWSKI RE: [REDACTED] (.4); TELEPHONE CONFERENCE W/ M. LOTITO, B. HARPER, J. ZUJKOWSKI, AND PMA RE: [REDACTED] (.5); MEETING W/ R. HOLM, D. PEREZ, AND M. LOTITO RE: [REDACTED] (.3); ANALYZE ISSUES RE: [REDACTED] (.9).	3.4
07/20/18	R HOLM	EMAIL M. LOTITO RE: [REDACTED].	0.1
07/20/18	S UHLAND	MEET W/ B. ROSEN RE: [REDACTED]	1.1
07/20/18	D PEREZ	REVIEW [REDACTED]	0.3
07/20/18	J RAPISARDI	EMAIL W/ S. UHLAND RE: [REDACTED] (.2); REVIEW MEMORANDUM RE: SAME (1.0).	1.2

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/20/18	S UHLAND	CONFERENCE W/ B. ROSEN RE: [REDACTED] [REDACTED] (.3); ANALYZE M [REDACTED] [REDACTED] (.8).	1.1
07/20/18	M LOTITO	REVIEW [REDACTED] [REDACTED]	0.8
07/21/18	S UHLAND	MEET W/ C. SOBRINO RE: [REDACTED] (.4); CONFERENCE W/ B. ROSEN RE: SAME (.5).	0.9
07/21/18	R HOLM	EMAIL W/ S. UHLAND, D. PEREZ, AND M. LOTITO RE: DRAFTING [REDACTED] (.4); DRAFT TABLE OF CONTENTS FOR [REDACTED] [REDACTED] (1.3).	1.7
07/21/18	D PEREZ	EMAILS W/ R. HOLM RE: [REDACTED] OUTLINE.	0.2
07/22/18	R HOLM	EMAIL W/ S. UHLAND, D. PEREZ, M. LOTITO, AND B. NEVE RE: [REDACTED] (.7); DRAFT [REDACTED] [REDACTED] (1.4).	2.1
07/22/18	D PEREZ	REVIEW AND COMMENT ON [REDACTED] OUTLINE (1.6); FOLLOW UP W/ R. HOLM RE: SAME (.1).	1.7
07/22/18	I BLUMBERG	RESEARCH RE: [REDACTED] [REDACTED] (2.9); SUMMARIZE FINDINGS (1.6).	4.5
07/22/18	M LOTITO	REVIEW [REDACTED] [REDACTED]	2.6
07/23/18	S UHLAND	REVIEW AND REVISE [REDACTED] OUTLINE (.8); MEETING W/ M. ZERJAL, B. ROSEN RE: [REDACTED] OUTLINE (1.3).	2.1
07/23/18	R HOLM	EMAIL W/ S. UHLAND, D. PEREZ, J. DANIELS, AND M. LOTITO RE: [REDACTED] (.9); DRAFT [REDACTED] [REDACTED] (.5).	1.4
07/23/18	D PEREZ	REVIEW COMMENTS TO DISCLOSURE STATEMENT OUTLINE AND REVISE SAME (.5); EMAILS W/ R. HOLM RE; SAME (.1).	0.6
07/23/18	M LOTITO	CORRESPOND W/ S. UHLAND RE: [REDACTED]	0.1
07/23/18	M LOTITO	REVIEW DRAFT OUTLINE FOR C [REDACTED] [REDACTED]	0.3
07/24/18	B HARPER	CONDUCT [REDACTED] [REDACTED]	3.7
07/24/18	R HOLM	RESEARCH [REDACTED] BINDERS FOR S. UHLAND.	0.6
07/24/18	J ZUJKOWSKI	REVIEW MATERIALS IN PREPARATION FOR MEDIATION.	4.0
07/25/18	B HARPER	CONTINUE TO RESEARCH [REDACTED] [REDACTED]	2.1
07/25/18	D PEREZ	EMAILS W/ I. BLUMBERG RE: [REDACTED] [REDACTED]	0.2

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/25/18	J ZUJKOWSKI	DRAFT MEMORANDUM ON [REDACTED]	3.5
07/26/18	R HOLM	EMAIL D. PEREZ RE: [REDACTED] STATEMENT.	0.2
07/26/18	S UHLAND	TELEPHONE CONFERENCE W/ BAML, ROTHSCHILD, G. PORTELA, AND M. YASSIN RE: [REDACTED] (.7); CONTINUE CALL RE: SAME (.8).	1.5
07/26/18	I BLUMBERG	RESEARCH RE: [REDACTED] (2.0); TELEPHONE CONFERENCE W/ M. LOTITO RE: [REDACTED] (.7); FOLLOW-UP REVISIONS TO [REDACTED] (.8).	3.5
07/26/18	M LOTITO	TELEPHONE CONFERENCES W/ I. BLUMBERG RE: [REDACTED]	0.7
07/26/18	M LOTITO	REVIEW [REDACTED]	0.4
07/26/18	P FRIEDMAN	EMAIL W/ S. UHLAND RE: [REDACTED]	0.5
07/26/18	D PEREZ	EMAILS W/ I. BLUMBERG RE: [REDACTED]	0.2
07/27/18	B HARPER	CONTINUE TO RESEARCH AND DRAFT MEMORANDUM RE: [REDACTED]	5.6
07/27/18	H BLISS	RESEARCH RE: [REDACTED]	0.4
07/27/18	D PEREZ	EMAIL TO S. UHLAND, I. BLUMBERG, M. DICONZA, AND M. LOTITO RE: [REDACTED]	0.5
07/29/18	I BLUMBERG	RESEARCH [REDACTED] (1.4); AND [REDACTED] (.9).	2.3
07/30/18	S UHLAND	REVIEW [REDACTED] DECK (.6); COMMUNICATION W/ B. ROSEN RE: SAME (.3); TELEPHONE CONFERENCE W/ C. REIN, V. D'AGATA RE: [REDACTED] (.4); CONFERENCE W/ J. RAPISARDI AND B. ROSEN RE: SAME (.4); FOLLOW-UP CALL W/ J. RAPISARDI RE: SAME (.6).	2.3
07/30/18	M KREMER	SEVERAL EMAILS W/ S. UHLAND AND B. ROSEN RE: [REDACTED]	0.3
07/30/18	I BLUMBERG	TELEPHONE CONFERENCE W/ M. LOTITO RE: [REDACTED] (.4); FOLLOW-UP RESEARCH RE: SAME (2.8).	3.2
07/30/18	J ZUJKOWSKI	PREPARE FOR MEDIATION SESSIONS AND DRAFT ISSUES SUMMARY FOR AAFAF TEAM.	4.5
07/30/18	M LOTITO	REVIEW INTERNAL ANALYSIS RE: ISSUANCE OF NEW SECURITIES (1.1); TELEPHONE CONFERENCE W/ I. BLUMBERG RE: SAME (.4); REVISE AND EDIT INTERNAL ANALYSIS (1.0).	2.5
07/31/18	M KREMER	REVIEW AND REVISE TERM SHEET (1.6); EMAILS W/ J. ZUJKOWSKI RE: SAME (.3); EMAIL J. ZUJKOWSKI RE: OPINIONS (.2).	2.1
07/31/18	J ZUJKOWSKI	ATTEND [REDACTED] (7.0); REVISE [REDACTED] (3.5).	10.5

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/31/18	A SAX-BOLDER	REVIEW [REDACTED] (.6); PREPARE COMMENTS TO SAME (2.3).	2.9
Total	015 PLAN OF ADJUSTMENT		120.0
017 REPORTING			
07/02/18	B NEVE	DRAFT AND REVISE EMMA NOTICE RE: COMMONWEALTH AGENTS RENEWED PROCEDURES MOTION (1.6); EMAIL S. UHLAND AND J. TAYLOR RE: SAME (.1); CONFERENCE W/ S. UHLAND RE: SAME (.1).	1.8
Total	017 REPORTING		1.8
020 MEDIATION			
07/12/18	S UHLAND	REVIEW COFINA MEDIATION NOTICE (.3); EMAIL J. RAPISARDI RE: SAME, [REDACTED] (.8); EMAIL W/ B. NEVE RE: OUTLINE OF STRATEGIES, NEXT STEPS AND MEDIATION (.7); DRAFT AND REVISE [REDACTED] (1.7).	3.5
07/13/18	S UHLAND	DRAFT AND REVISE [REDACTED]	1.1
07/16/18	J RAPISARDI	EMAIL W/ S. UHLAND RE: [REDACTED] (.2); REVIEW COFINA DECK RE: [REDACTED] (1.1).	1.3
07/16/18	S UHLAND	CONFERENCE W/ J. ZUJKOWSKI, M. LOTITO RE: [REDACTED]	0.4
07/16/18	M LOTITO	CONFERENCE W/ S. UHLAND AND J. ZUJKOWSKI RE: [REDACTED] (.4); REVIEW [REDACTED] (.9).	1.3
07/17/18	J RAPISARDI	MEETING W/ M. YASSIN, F. BATLLE, AND ROTHSCHILD RE: [REDACTED]	2.2
07/17/18	S UHLAND	CONFERENCE W/ M. YASSIN, F. BATLLE RE: [REDACTED]	1.2
07/17/18	S UHLAND	CONFERENCE W/ ROTHSCHILD, PROSKAUER, BAML, ANKURA, J. ZUJKOWSKI, AND M. LOTITO RE: [REDACTED] (1.0); TELEPHONE CONFERENCE W/ M. KREMER, J. SANTIAGO, AND J. MATTIE RE: [REDACTED] (.4).	1.4
07/17/18	M LOTITO	CONFERENCE W/ ROTHSCHILD, PROSKAUER, BAML, ANKURA, S. UHLAND, AND J. ZUJKOWSKI RE: [REDACTED]	1.0
07/18/18	E MCKEEN	REVIEW ANALYSIS RE: [REDACTED]	0.6
07/18/18	M LOTITO	ATTEND (PARTIAL) CONFERENCE W/ AAFAP, ROTHSCHILD, ANKURA, AND BAML RE: [REDACTED]	1.4
07/18/18	M LOTITO	REVIEW MEMORANDUM FROM JUDGE HOUSER RE: [REDACTED]	0.1

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include client/matter/invoice number and/or attorney name.



Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
Matter: 0686892-00012

10/05/18
Invoice: 1014547
Page No. 7

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/19/18	M LOTITO	EMAIL S. UHLAND AND J. ZUJKOWSKI RE: [REDACTED] (4); MARK UP TERM SHEET [REDACTED] (4); EMAIL S. UHLAND, J. ZUJKOWSKI, AND PMA TEAM RE: [REDACTED] (5).	1.3
07/20/18	J RAPISARDI	TELEPHONE CONFERENCES W/ M. YASSIN RE: [REDACTED] (1.1); CONFERENCE W/ G. PORTELA RE: SAME (1.8).	2.9
07/21/18	J RAPISARDI	TELEPHONE CONFERENCE W/ F. BATLLE RE: [REDACTED] (1.1); TELEPHONE CONFERENCE W/ C. SOBRINO (1.3) AND M. YASSIN (6) RE: SAME; TELEPHONE CONFERENCE W/ S. UHLAND RE: [REDACTED] (5) AND TELEPHONE CONFERENCE W/ C. SOBRINO RE: SAME (6).	4.1
07/22/18	J RAPISARDI	TELEPHONE CONFERENCE W/ G. PORTELA RE: STATUS.	0.4
07/22/18	M LOTITO	REVIEW [REDACTED]	0.4
07/25/18	S UHLAND	CONFERENCE W/ J. RODRIGUEZ RE: [REDACTED]	0.4
07/26/18	J RAPISARDI	CONFERENCE CALL W/ BAML, C. REIN, J. RODRIGUEZ, M. YASSIN, AND G. PORTELA RE: [REDACTED]	1.1
07/26/18	P FRIEDMAN	MEET W/ G. PORTELA RE: CASE STRATEGY (1.2); TELEPHONE CONFERENCE W/ JUDGE HOUSER AND G. PORTELA RE: [REDACTED] (4).	1.6
07/27/18	M LOTITO	TELEPHONE CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, ROTHSCHILD TEAM, BAML TEAM, AND CITI TEAM RE: [REDACTED] (1.2); REVIEW [REDACTED] (6); ADVISE M. HINDMAN RE: UPDATED LIST OF [REDACTED] (1); REVIEW SLIDE MATERIALS FROM LAZARD RE: [REDACTED] (7).	2.6
07/27/18	S UHLAND	CONFERENCE W/ V. D'AGATA AND C. REIN RE: COFINA MEDIATION PROPOSED TERMS (8); PREPARE SUMMARY OF PLAN TERMS FOR DISCUSSION W/ B. ROSEN (9); MEETING W/ B. ROSEN RE: [REDACTED] (9); EMAIL W/ J. RAPISARDI RE: [REDACTED] (2); TELEPHONE CONFERENCE W/ B. ROSEN, M. LOTITO, CITI, BAML, AND ROTHSCHILD RE: [REDACTED] (1.2).	4.0
07/30/18	M LOTITO	REVIEW REVISED [REDACTED] (4); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF) AND M. DICONZA RE: SAME (4); CORRESPOND W/ M. HINDMAN RE: [REDACTED] (1).	0.9
07/30/18	M DICONZA	PREPARE FOR AND ATTEND MEETING W/ AAFAF AND ADVISORS RE: [REDACTED]	2.5
07/30/18	M DICONZA	TELEPHONE CONFERENCE W/ OMM TEAM RE: [REDACTED]	0.4
07/31/18	P FRIEDMAN	PREPARE FOR [REDACTED]	2.1

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Matter Name: COFINA TITLE III
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10/05/18
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Page No. 8

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/31/18	S UHLAND	EMAIL W/ J. ZUJKOWSKI RE: [REDACTED] [REDACTED]	0.7
07/31/18	M LOTITO	REVIEW FOMB SLIDE MATERIALS RE: [REDACTED] [REDACTED] (.6); REVIEW [REDACTED] (.8); REVIEW [REDACTED] (2.1); CORRESPOND W/ M. DICONZA AND J. ZUJKOWSKI RE: SAME (.2).	3.7
07/31/18	M DICONZA	ATTEND [REDACTED] [REDACTED]	12.4
Total	020 MEDIATION		57.0
Total Hours			179.2
Total Fees			144,198.80

Disbursements

Copying	\$16.30
Total Disbursements	\$16.30
Total Current Invoice	\$144,215.10

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Matter Name: COFINA TITLE III
Matter: 0686892-00012

10/05/18
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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
07/11/18	E101	Lasertrak Printing - Spina, Joseph Pages: 15	15.00	\$1.50
07/11/18	E101	Lasertrak Color Printing - Spina, Joseph Pages: 8	8.00	0.80
07/18/18	E101	Lasertrak Printing - Neve, Brett Pages: 30	30.00	3.00
07/30/18	E101	Lasertrak Printing - DiConza, Maria Pages: 84	84.00	8.40
07/30/18	E101	Lasertrak Color Printing - DiConza, Maria Pages: 26	26.00	2.60
Total for E101 - Lasertrak Printing				\$16.30

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
Matter: 0686892-00012

10/05/18
Invoice: 1014547
Page No. 10

Timekeeper Summary

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Attorneys			
SUZZANNE UHLAND	1,062.50	31.6	33,575.00
JENNIFER TAYLOR	765.00	0.4	306.00
JOHN J. RAPISARDI	1,147.50	19.9	22,835.25
PETER FRIEDMAN	871.25	6.7	5,837.39
ELIZABETH L. MCKEEN	807.50	0.6	484.50
MARIA J. DICONZA	850.00	15.3	13,005.00
JOSEPH ZUJKOWSKI	739.50	27.0	19,966.50
DIANA M. PEREZ	739.50	4.0	2,958.00
MICHAEL F. LOTITO	709.75	20.8	14,762.85
JUSTINE DANIELS	705.50	1.9	1,340.45
MATTHEW P. KREMER	688.50	2.4	1,652.40
RICHARD HOLM	650.25	9.9	6,437.49
IRENE BLUMBERG	412.25	14.0	5,771.52
BRANDON D. HARPER	624.75	14.5	9,058.89
BRETT M. NEVE	624.75	6.9	4,310.78
AMALIA Y. SAX-BOLDER	624.75	2.9	1,811.78
Total for Attorneys		178.8	144,113.80
Paralegal/Litigation Support			
HEIDE-MARIE BLISS	212.50	0.4	85.00
Total for Paralegal/Litigation Support		0.4	85.00
Total		179.2	144,198.80

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

10/05/18
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Task Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JENNIFER TAYLOR	Partner	765.00	0.4	306.00
Total for 005 CASE ADMINISTRATION			0.4	306.00
SUZZANNE UHLAND	Partner	1,062.50	18.9	20,081.25
JOHN J. RAPISARDI	Partner	1,147.50	7.9	9,065.25
PETER FRIEDMAN	Partner	871.25	3.0	2,613.76
MATTHEW P. KREMER	Counsel	688.50	2.4	1,652.40
JUSTINE DANIELS	Counsel	705.50	1.9	1,340.45
MICHAEL F. LOTITO	Counsel	709.75	8.1	5,749.00
DIANA M. PEREZ	Counsel	739.50	4.0	2,958.00
JOSEPH ZUJKOWSKI	Counsel	739.50	27.0	19,966.50
IRENE BLUMBERG	Associate	412.25	14.0	5,771.52
AMALIA Y. SAX-BOLDER	Associate	624.75	2.9	1,811.78
BRANDON D. HARPER	Associate	624.75	14.5	9,058.89
BRETT M. NEVE	Associate	624.75	5.1	3,186.23
RICHARD HOLM	Associate	650.25	9.9	6,437.49
HEIDE-MARIE BLISS	Librarian	212.50	0.4	85.00
Total for 015 PLAN OF ADJUSTMENT			120.0	89,777.52
BRETT M. NEVE	Associate	624.75	1.8	1,124.55
Total for 017 REPORTING			1.8	1,124.55
SUZZANNE UHLAND	Partner	1,062.50	12.7	13,493.75
JOHN J. RAPISARDI	Partner	1,147.50	12.0	13,770.00
ELIZABETH L. MCKEEN	Partner	807.50	0.6	484.50
MARIA J. DICONZA	Partner	850.00	15.3	13,005.00
PETER FRIEDMAN	Partner	871.25	3.7	3,223.63
MICHAEL F. LOTITO	Counsel	709.75	12.7	9,013.85
Total for 020 MEDIATION			57.0	52,990.73

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
 COMMONWEALTH OF PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO
 RICO V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING
 CORPORATION
 Matter: 0686892-00023

09/30/18
 Invoice: 1013465

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**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE COMMONWEALTH OF
 PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO RICO V. BETTINA WHYTE AS
 AGENT OF THE PUERTO RICO SALES TAX FINANCING CORPORATION**

For Professional Services Rendered Through July 31, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/01/18	S UHLAND	ATTEND ALL-HANDS CALL W/ ROTHSCHILD, BAML, G. PORTELA, AND M. YASSIN RE: [REDACTED] (1.1); PREPARE SUMMARY OF NEXT STEPS FOR GOVERNMENT ADVISORS (.9).	2.0
07/02/18	S UHLAND	COMMUNICATION W/ L. DESPINS RE: [REDACTED] (.4); CONFERENCE W/ B. NEVE RE: EMMA FILING (.3).	0.7
07/02/18	S UHLAND	CONFERENCE W/ BAML AND ROTHSCHILD RE: [REDACTED]	0.7
07/03/18	P FRIEDMAN	EMAILS W/ L. DESPINS AND S. UHLAND RE: REVISED MOTION RE: [REDACTED]	0.2
07/03/18	B NEVE	REVIEW AND ANALYZE COMMONWEALTH AGENT'S RENEWED PROCEDURES MOTION RE: [REDACTED] (1.4); EMAIL CORRESPONDENCE W/ S. UHLAND RE: SAME (.4).	1.8
07/03/18	S UHLAND	REVIEW AND REVISE PROPOSED EMMA FILING FOR SUT MOTION (.3); COMMUNICATION W/ M. YASSIN RE: SAME (.3); REVIEW [REDACTED] (.4).	1.0
07/03/18	D CANTOR	EMAIL W/ P. FRIEDMAN RE: [REDACTED]	0.2
07/03/18	S UHLAND	CONFERENCE W/ AAFAP, ROTHSCHILD, AND BAML RE: [REDACTED] NEXT STEPS.	0.9
07/05/18	S UHLAND	EMAIL W/ N. MITCHELL, BAML, AND ROTHSCHILD RE: [REDACTED] NEXT STEPS.	0.8
07/06/18	S UHLAND	TELEPHONE CONFERENCE W/ ROTHSCHILD, BAML RE: NEXT STEPS.	0.8
07/10/18	B NEVE	REVIEW [REDACTED] (.7); DRAFT AND REVISE ANALYSIS [REDACTED] (1.7).	2.4
07/11/18	P FRIEDMAN	REVIEW PRESENTATION TO [REDACTED] RE: [REDACTED]	1.1
07/11/18	B NEVE	DRAFT AND REVISE STRATEGY MEMORANDUM RE: [REDACTED]	2.7
07/11/18	R HOLM	EMAILS W/ A. PAVEL, J. ROTH, AND S. HEDLIN RE: RESEARCH [REDACTED] (1.0); RESEARCH SAME (1.7); EMAIL W/ A. PAVEL RE: DRAFTING OF SUMMARY OF COFINA LITIGATION (.4); DRAFT SAME (1.3).	4.4

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 Please include client/matter/invoice number and/or attorney name.

Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
 COMMONWEALTH OF PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO
 RICO V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING
 CORPORATION
 Matter: 0686892-00023

09/30/18
 Invoice: 1013465

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/12/18	R HOLM	EMAILS W/ S. UHLAND, A. PAVEL, AND S. HEDLIN RE: [REDACTED]	0.2
07/12/18	B NEVE	EMAIL W/ J. RAPISARDI AND S. UHLAND RE: [REDACTED]	0.4
07/13/18	R HOLM	CONFERENCE W/ S. HEDLIN RE: [REDACTED] [REDACTED] (.4); RESEARCH SAME (.7).	1.1
07/17/18	R HOLM	EMAIL S. HEDLIN RE: [REDACTED]	0.1
07/18/18	R HOLM	CONFERENCE W/ S. HEDLIN RE: RESEARCH [REDACTED] [REDACTED] (.6); RESEARCH SAME (.1).	0.7
07/18/18	J DANIELS	COMMUNICATIONS W/ G. HOPLAMAZIAN [REDACTED]	0.2
07/20/18	R HOLM	CONFERENCE W/ S. HEDLIN RE: [REDACTED] [REDACTED] (.5); RESEARCH SAME (1.3).	1.8
07/22/18	R HOLM	EMAILS W/ S. UHLAND AND S. HEDLIN RE: [REDACTED]	0.8
07/23/18	R HOLM	EMAILS W/ S. HEDLIN RE: [REDACTED]	1.1
07/24/18	R HOLM	EMAILS W/ S. HEDLIN RE: [REDACTED] [REDACTED] (1.9); CONFERENCE W/ S. HEDLIN RE: SAME (.6); RESEARCH RELEVANT CASE LAW RE: SAME (3.2).	5.7
07/25/18	R HOLM	EMAILS W/ S. HEDLIN RE: [REDACTED] [REDACTED] (1.8); CONFERENCE W/ S. HEDLIN RE: SAME (.5); RESEARCH RELEVANT CASE LAW RE: SAME (.8); DRAFT ANALYSIS FOR S. UHLAND RE: SAME (2.0).	5.1
07/25/18	R HOLM	RESEARCH [REDACTED] [REDACTED] FOR S. UHLAND.	0.3
07/26/18	R HOLM	EMAIL AND CONFERENCE W/ I. BLUMBERG RE: [REDACTED]	0.2
07/26/18	R HOLM	EMAILS W/ S. HEDLIN RE: [REDACTED]	0.5
07/27/18	R HOLM	EMAILS W/ S. HEDLIN RE: [REDACTED] [REDACTED] (1.1); RESEARCH RELEVANT CASE LAW RE: SAME (1.5).	2.6
Total Hours			40.5
Total Fees			29,336.10

Disbursements

Copying	\$5.50
Total Disbursements	\$5.50
Total Current Invoice	\$29,341.60

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
COMMONWEALTH OF PUERTO RICO AS AGENT OF THE COMMONWEALTH OF PUERTO
RICO V. BETTINA WHYTE AS AGENT OF THE PUERTO RICO SALES TAX FINANCING
CORPORATION
Matter: 0686892-00023

09/30/18
Invoice: 1013465

Page No. 4

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CORPORATION
Matter: 0686892-00023

09/30/18
Invoice: 1013465

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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
07/24/18	E101	Lasertrak Printing - Holm, Richard Pages: 29	29.00	\$2.90
07/27/18	E101	Lasertrak Printing - Holm, Richard Pages: 26	26.00	2.60
Total for E101 - Lasertrak Printing				\$5.50

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CORPORATION
Matter: 0686892-00023

09/30/18
Invoice: 1013465

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>
Attorneys	
PETER FRIEDMAN	1.3
SUZZANNE UHLAND	6.9
DANIEL L. CANTOR	0.2
JUSTINE DANIELS	0.2
RICHARD HOLM	24.6
BRETT M. NEVE	7.3
Total for Attorneys	40.5
Total	40.5

Due upon receipt. Please remit to:
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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

10/24/18
 Invoice: 1015689
 Page No. 2

COFINA TITLE III

For Professional Services Rendered Through August 31, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
004 BUSINESS OPERATIONS			
08/03/18	J TAYLOR	REVIEW PROPOSED COFINA EMMA NOTICE; CORRESPOND W/ C. MCCONNIE RE: SAME.	0.1
08/14/18	J TAYLOR	REVIEW PROPOSED COFINA EMMA NOTICE; CORRESPONDENCE RE: SAME.	0.1
08/22/18	J SPINA	REVISE DECLARATION RE: COFINA FEES (.7); EMAIL W/ I. BLUMBERG RE: SAME (.4).	1.1
Total	004 BUSINESS OPERATIONS		1.3
005 CASE ADMINISTRATION			
08/08/18	J RAPISARDI	MEETINGS W/ M. YASSIN RE: [REDACTED] (2.3); DISCUSS COFINA ISSUES W/ M. YASSIN AND S. UHLAND (1.8); REVIEW AND REVISE COFINA PRESS RELEASE (.8).	4.9
Total	005 CASE ADMINISTRATION		4.9
006 CLAIMS ADMINISTRATION AND OBJECTIONS			
08/07/18	B NEVE	ANALYZE [REDACTED] (1.4); EMAIL CORRESPONDENCE W/ S. UHLAND RE: SAME (.6).	2.0
08/14/18	D PEREZ	REVIEW COFINA MASTER PROOF OF CLAIM.	0.3
08/22/18	D PEREZ	REVIEW COFINA BOND PROOF OF CLAIMS AND J. HERTZBERG OPEN QUESTIONS RE: SAME.	0.8
08/31/18	D PEREZ	REVIEW [REDACTED] (.6); EMAILS W/ B. REQUENA, J. HERTZBERG, AND J. HERRIMAN RE: SAME (.5).	1.1
08/31/18	E MCKEEN	REVIEW COMMUNICATION FROM J. HERTZBERG RE: [REDACTED]	0.6
Total	006 CLAIMS ADMINISTRATION AND OBJECTIONS		4.8
009 FEE APPLICATIONS			
08/09/18	I BLUMBERG	DRAFT CERTIFICATION FOR S. UHLAND RE: COFINA FEES.	1.6
08/14/18	I BLUMBERG	EDIT S. UHLAND DECLARATION RE: COFINA FEES.	0.3
08/15/18	J SPINA	EMAIL W/ I. BLUMBERG AND J. ZUJKOWSKI RE: COFINA FEE DECLARATION (.6); REVIEW AND REVISE SAME (.9).	1.5
08/15/18	I BLUMBERG	REVISE S. UHLAND COFINA FEE DECLARATION.	1.1
08/16/18	I BLUMBERG	CREATE CHART TO SEPARATE TIME BILLED IN PUERTO RICO FROM TIME BILLED IN U.S. (1.6); CALCULATE FEE TOTALS RE: SAME (1.4).	3.0
Total	009 FEE APPLICATIONS		7.5
015 PLAN OF ADJUSTMENT			

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 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
08/01/18	M LOTITO	RESEARCH CASE LAW GOVERNING [REDACTED] (1.7); DRAFT INTERNAL ANALYSIS RE: SAME FOR M. DICONZA AND J. ZUJKOWSKI (.4); REVISE MEMORANDUM TO CLIENT RE: [REDACTED] (1.4); REVIEW COFINA ENABLING STATUTE IN SUPPORT OF SAME (.6).	4.1
08/02/18	M LOTITO	REVIEW UPDATED SLIDES FROM FOMB RE: [REDACTED]	0.3
08/02/18	A SAX-BOLDER	TELEPHONE CONFERENCE W/ M. LOTITO RE: [REDACTED] S (.1); DRAFT ANALYSIS MEMORANDUM [REDACTED] (2.6).	2.7
08/02/18	S UHLAND	EMAIL W/ J. ZUJKOWSKI RE: COFINA [REDACTED]	0.4
08/02/18	M LOTITO	TELEPHONE CONFERENCE W/ A. SAX-BOLDER RE: [REDACTED]	0.1
08/02/18	P FRIEDMAN	REVIEW [REDACTED] PROVISIONS.	2.4
08/02/18	J ZUJKOWSKI	PARTICIPATE IN COFINA MEDIATION AND RELATED TELEPHONE CONFERENCES W/ OMM TEAM.	8.9
08/03/18	S UHLAND	EMAIL J. RAPISARDI, J. ZUJKOWSKI, D. MONDELL, AND V. D'AGATA RE: [REDACTED]	0.9
08/03/18	D PEREZ	DRAFT PORTIONS OF COFINA DISCLOSURE STATEMENT.	2.7
08/03/18	A SAX-BOLDER	EMAIL J. ZUJKOWSKI RE: [REDACTED] (.2); FOLLOW-UP RESEARCH ON [REDACTED] (.6); DRAFT EMAIL TO J. ZUJKOWSKI RE: SAME (.2); DRAFT MEMORANDUM RE: [REDACTED] (1.9).	2.9
08/04/18	S UHLAND	COMMUNICATIONS W/ B. ROSEN RE: [REDACTED]	0.4
08/04/18	A SAX-BOLDER	REVISE MEMORANDUM RE: [REDACTED] (1.4); ANALYZE COFINA [REDACTED] PROOF OF CLAIMS IN CONNECTION W/ MEMORANDUM RE: [REDACTED] (1.3); RESEARCH FOR [REDACTED] IN CONNECTION W/ [REDACTED] (.5); DRAFT EMAIL TO M. LOTITO AND S. UHLAND RE: [REDACTED] ISSUES (.2).	3.4
08/05/18	J ZUJKOWSKI	PREPARE DECK SUMMARIZING [REDACTED] ISSUES (4.5); TELEPHONE CONFERENCE W/ J. RAPISARDI RE: SAME (.5); TELEPHONE CONFERENCE W/ S. UHLAND RE: SAME (.7); TELEPHONE CONFERENCE W/ OMM AND ROTHSCHILD TEAMS (.8).	6.5
08/05/18	S UHLAND	CONFERENCE W/ J. ZUJKOWSKI RE: [REDACTED] (.4); REVIEW DECK RE: COFINA STATUS (.6); TELEPHONE CONFERENCE W/ J. ZUJKOWSKI, M. DICONZA, ROTHSCHILD, AND BAML RE: COFINA STATUS (.5).	1.5
08/05/18	M DICONZA	REVIEW AND COMMENT ON [REDACTED] DISCUSSION MATERIALS (.7); TELEPHONE CONFERENCE W/ OMM AND ROTHSCHILD RE: SAME (.5).	1.2

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08/06/18	J ZUJKOWSKI	REVISE [REDACTED] (4.5); TELEPHONE CONFERENCE W/ OMM, BAML, ROTHSCHILD, AND AAFAP TEAMS RE: SAME (1.0); REVIEW AND SUMMARIZE CHANGES TO CITI DECK (2.3).	7.8
08/06/18	S UHLAND	KICK-OFF TAX CALL W/ M. RAPAPORT, M. YASSIN, CITI, AND BAML (.8); REVIEW REVISED DECK RE: COFINA STATUS (.6); MEETING AT PROSKAUER W/ J. RAPISARDI, B. ROSEN, CITI, BAML, AND ROTHSCHILD RE: [REDACTED] (3.1); ANALYZE [REDACTED] (1.3).	5.8
08/06/18	B NEVE	REVIEW AND ANALYZE [REDACTED] (.6); REVIEW AND ANALYZE [REDACTED] (.7); RESEARCH [REDACTED] (1.3); DRAFT AND REVISE MEMORANDUM RE: [REDACTED] (2.0).	4.6
08/07/18	M LOTITO	REVISE AND EDIT INTERNAL MEMORANDUM ON [REDACTED] (1.4); REVIEW STATUTES AND CASE LAW IN SUPPORT OF SAME (1.1).	2.5
08/07/18	P FRIEDMAN	REVIEW TERM SHEET LANGUAGE.	0.4
08/07/18	I BLUMBERG	REVIEW MEMORANDUM RE: [REDACTED]	0.9
08/07/18	J ZUJKOWSKI	PREPARE FOR AND ATTEND COFINA MEDIATION.	8.5
08/07/18	B NEVE	DRAFT AND REVISE MEMORANDUM RE: [REDACTED]	0.6
08/07/18	S UHLAND	ANALYZE [REDACTED] (.4); CONFERENCE W/ B. ROSEN RE: SAME (.3); CONFERENCE W/ L. SIZEMORE RE: SAME (.6).	1.3
08/08/18	D PEREZ	REVIEW COFINA [REDACTED] MEMORANDUM RE: [REDACTED]	0.4
08/08/18	S UHLAND	REVIEW AND REVISE PRESS RELEASE RE: [REDACTED]	0.4
08/08/18	B NEVE	DRAFT AND REVISE MEMORANDUM RE: [REDACTED]	3.1
08/08/18	M LOTITO	REVIEW CASE LAW IN SUPPORT OF INTERNAL MEMORANDUM [REDACTED] (.5); REVISE AND EDIT MEMORANDUM ON SAME (.3).	0.8
08/09/18	M LOTITO	TELEPHONE CONFERENCE W/ I. BLUMBERG RE: [REDACTED]	0.1
08/09/18	I BLUMBERG	TELEPHONE CONFERENCE W/ M. LOTITO RE: [REDACTED]	0.1
08/10/18	D PEREZ	EMAILS W/ S. UHLAND RE: COFINA DISCLOSURE STATEMENT (.3); DRAFT PORTIONS OF SAME (2.3); REVIEW COFINA OFFERING STATEMENT AND BACKGROUND MATERIALS RE: SAME (.7).	3.3
08/10/18	P FRIEDMAN	REVIEW PLAN OF ADJUSTMENT LANGUAGE RE: [REDACTED]	0.3

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08/10/18	J RAPISARDI	TELEPHONE CONFERENCE W/ M. YASSIN RE: COFINA TERM SHEET (.2); TELEPHONE CONFERENCE W/ B. ROSEN RE: SAME (.1); TELEPHONE CONFERENCE W/ F. BATLLE RE: [REDACTED] ISSUES (.3); CONFERENCE CALL W/ M. YASSIN, S. UHLAND, M. LOTITO, B. NEVE, (PMA, ET AL.), AND AAFAP (J. SANTIAGO, ET AL.) RE: COFINA TERM SHEET (1.6); MEETING W/ V. D'AGATA, D. MONDELL RE: POA STRATEGY (1.4); CONFERENCE CALL W/ C. SOBRINO RE: [REDACTED] TASKS (.8); REVIEW PLAN TERM SHEET REVISIONS (1.2).	5.6
08/10/18	M DICONZA	REVIEW NEW DRAFT [REDACTED] TERM SHEET (.3); EMAIL TO S. UHLAND RE: SAME (.1).	0.4
08/10/18	M LOTITO	REVIEW DRAFT OF PLAN TERM SHEET FROM PROSKAUER (2.4); CONFERENCE W/ J. RAPISARDI, S. UHLAND, AND B. NEVE RE: PLAN TERM SHEET (.3); TELEPHONE CONFERENCE W/ AAFAP, PMA, J. RAPISARDI, S. UHLAND, AND B. NEVE RE: PLAN TERM SHEET (1.7); REVIEW COMMENTS FROM PMA TO TERM SHEET (.4); MARK UP TERM SHEET (2.9).	7.7
08/10/18	B NEVE	REVIEW AND ANALYZE COFINA PLAN OF ADJUSTMENT TERM SHEET (1.6); DRAFT AND REVISE ANALYSIS OF PROVISIONS FOR COFINA PLAN CONFIRMATION ORDER (.2); RESEARCH [REDACTED] (.5); CONFERENCE W/ J. RAPISARDI, S. UHLAND, AND B. NEVE RE: PLAN TERM SHEET (.3); TELEPHONE CONFERENCE W/ AAFAP, PMA, J. RAPISARDI, S. UHLAND, AND B. NEVE RE: PLAN TERM SHEET (1.7).	4.3
08/10/18	S UHLAND	REVIEW COFINA TERM SHEET (.4); CONFERENCE W/ B. ROSEN RE: SAME (.3).	0.7
08/10/18	S UHLAND	MARK UP COFINA TERM SHEET (1.4); MEETING W/ J. RAPISARDI, B. NEVE, AND M. LOTITO RE: COFINA TERM SHEET (.3); TELEPHONE CONFERENCE W/ J. RAPISARDI, B. NEVE, M. LOTITO, AAFAP, AND PMA RE: COFINA TERM SHEET (1.7).	3.4
08/10/18	S UHLAND	REVIEW AND REVISE COFINA TERM SHEET MARK UP.	0.8
08/11/18	J RAPISARDI	CONFERENCE CALL W/ M. YASSIN, S. UHLAND, PMI, AND ROTHSCHILD RE: COFINA PLAN TERM SHEET COMMENTS (.8); REVIEW PLAN TERM SHEET REVISIONS (.5); REVIEW FOMB [REDACTED] AND PROPOSED GOVERNMENT REVISIONS (4.2).	5.5
08/11/18	M LOTITO	DRAFT CONFIRMATION ORDER RIDERS TO PLAN TERM SHEET (2.2); REVISE AND EDIT PLAN TERM SHEET (2.1); CORRESPOND W/ M. YASSIN (AAFAP), M. RODRÍGUEZ BOISSÉN (PMA), J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, AND B. NEVE RE: PLAN TERM SHEET (.4); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAP), M. RODRÍGUEZ BOISSÉN (PMA), F. BATLLE (ANKURA), D. MONDELL (ROTHSCHILD), V. D'AGATA (ROTHSCHILD), J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, AND B. NEVE RE: PLAN TERM SHEET (.4).	5.1
08/11/18	E MCKEEN	REVIEW PLAN OF ADJUSTMENT RESEARCH RE: [REDACTED]	0.7

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08/11/18	B NEVE	EMAIL CORRESPONDENCE W/ M. LOTITO RE: COFINA PLAN OF ADJUSTMENT TERM SHEET (.4); CONFERENCE W/ J. RAPISARDI, S. UHLAND, J. ZUJKOWSKI, M. LOTITO, BAML, ROTHSCHILD, AND AAFAP RE: COFINA PLAN OF ADJUSTMENT TERM SHEET (.4).	0.8
08/11/18	S UHLAND	FURTHER DRAFT AND REVISE TERM SHEET (.9); DRAFT AND REVISE ORDER LANGUAGE (.8); COMMUNICATIONS W/ M. LOTITO RE: ADDITIONAL COMMENTS (.4); TELEPHONE CONFERENCE W/ M. LOTITO, J. RAPISARDI, AAFAP, BAML, AND ROTHSCHILD RE: TERM SHEET (.4); FINALIZE TERM SHEET FOR DISTRIBUTION (.7).	3.2
08/12/18	J RAPISARDI	CONFERENCE CALL W/ P. FRIEDMAN, M. YASSIN RE: REVISIONS TO ANALYSIS/TEMPLATE OF [REDACTED] (1.0); REVIEW FOMB FISCAL PLAN AND PROPOSED GOVERNMENT REVISIONS (3.8); CONFERENCE CALL W/ D. MONDELL, V. D'AGATA, BAML, AND F. BATLLE RE: [REDACTED] (.8); TELEPHONE CONFERENCES W/ F. BATLLE AND P. FRIEDMAN RE: [REDACTED] ISSUES (.8).	6.4
08/13/18	J RAPISARDI	TELEPHONE CONFERENCE W/ F. BATLLE RE: [REDACTED] STATUS (.8); CONFERENCE CALLS W/ S. UHLAND, M. YASSIN RE: [REDACTED] (1.2); CONFERENCE CALL W/ JUDGE HOUSER, M. YASSIN, AND S. UHLAND RE: SAME (.6); REVIEW DRAFT OF [REDACTED] (1.2).	3.8
08/13/18	P FRIEDMAN	REVIEW TERM SHEET AND PROPOSED PLAN [REDACTED] (.7); TELEPHONE CONFERENCES W/ BAML, PMA, CLIENT, AND ROTHSCHILD RE: TERM SHEET PROVISIONS (.9).	1.6
08/13/18	S UHLAND	TELEPHONE CONFERENCE W/ J. RAPISARDI, P. FRIEDMAN, M. LOTITO, AND M. YASSIN RE: COFINA TERM SHEET AND ORDER (.3); REVIEW AND REVISE COFINA ORDER LG (.4); REVIEW AND COMMENT OF NEWEST VERSION OF COFINA TERM SHEET FROM B. ROSEN (.8).	1.5
08/13/18	S UHLAND	TELEPHONE CONFERENCE W/ M. LOTITO, PMA RE: COFINA ORDER LANGUAGE (.5); TELEPHONE CONFERENCE W/ M. YASSIN, AND AAFAP TEAM RE: COFINA TERM SHEET (.8); AAFAP COMMENTS (.7); TELEPHONE CONFERENCE W/ J. RAPISARDI, M. YASSIN, AND JUDGE HOUSER RE: TERM SHEET (.3); FOLLOW-UP CALL W/ M. YASSIN AND J. RAPISARDI RE: COFINA TERM SHEET (.9); TELEPHONE CONFERENCE W/ M. LOTITO, M. YASSIN, AND PMA TO FINALIZE TERM SHEET COMMENTS (.5); EMAIL W/ B. ROSEN, M. LOTITO, AND J. ZUJKOWSKI RE: TERM SHEET COMMENTS (.5); EMAIL W/ M. LOTITO RE: FURTHER REVISIONS TO TERM SHEET, ORDER LANGUAGE (.6).	4.8
08/13/18	B NEVE	CONFERENCE W/ S. UHLAND, M. LOTITO, AAFAP, ROTHSCHILD, BAML, AND PMA RE: COFINA PLAN OF ADJUSTMENT TERM SHEET (.9); CONFERENCE W/ M. LOTITO RE: SAME (.3).	1.2

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08/13/18	M LOTITO	REVISE AND EDIT PLAN TERM SHEET PER COMMENTS FROM C. VEGA (.4); EMAILS TO S. UHLAND RE: SAME (.2); REVIEW REVISED DRAFT OF PLAN TERM SHEET FROM PROSKAUER (1.7); MARK UP PLAN TERM SHEET (2.3); EMAILS TO S. UHLAND RE: SAME (.5); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), D. MONDELL (ROTHSCHILD), V. D'AGATA (ROTHSCHILD), J. RAPISARDI, S. UHLAND, AND P. FRIEDMAN RE: PLAN TERM SHEET (.2); TELEPHONE CONFERENCE W/ JUDGE HOUSER, M. YASSIN (AAFAF), J. RAPISARDI, AND S. UHLAND RE: PLAN TERM SHEET (.2); EMAIL W/ B. ROSEN (PROSKAUER) AND S. UHLAND RE: PLAN TERM SHEET AND STRATEGY (.3); DRAFT EMAIL UPDATE TO CLIENT RE: SAME (.3); DRAFT [REDACTED] (1.8); EMAIL M. YASSIN (AAFAF), J. RAPISARDI, S. UHLAND, AND P. FRIEDMAN RE: PROPOSED RIDER TO PLAN TERM SHEET RE: CONFIRMATION ORDER (.3); EMAIL S. UHLAND AND P. FRIEDMAN RE: SAME (.3); TELEPHONE CONFERENCE W/ M. RODRIGUEZ BOISSÉN (PMA), E. ARIAS (PMA), S. UHLAND, AND P. FRIEDMAN RE: SAME (.5); REVISE AND EDIT SAME (.6); EMAILS TO S. UHLAND RE: SAME (.4).	10.0
08/13/18	J ZUJKOWSKI	REVIEW AND REVISE TERM SHEET.	2.3
08/14/18	P FRIEDMAN	TELEPHONE CONFERENCES W/ PMA, S. UHLAND, AND M. YASSIN RE: [REDACTED].	1.2
08/14/18	J RAPISARDI	CONFERENCE CALL W/ M. YASSIN, JUDGE HOUSER, B. ROSEN, PMA, AND S. UHLAND RE: COFINA PLAN RESTRUCTURING AGREEMENT (1.1); CONFERENCE CALL W/ M. YASSIN AND P. FRIEDMAN RE: [REDACTED] (1.2); CONFERENCE CALL W/ C. SOBRINO RE: [REDACTED] (8); REVIEW AND REVISE FIRST CIRCUIT RESPONSE TO AMBAC APPEAL (1.2); MEETING W/ C. SOBRINO RE: [REDACTED] ISSUES (2.1); REVIEW COFINA PLAN RESTRUCTURING AGREEMENT (1.4); NUMEROUS CONFERENCES W/ M. YASSIN RE: [REDACTED] (1.2).	9.0
08/14/18	S UHLAND	DRAFT AND REVISE COFINA ORDER LANGUAGE.	0.7
08/14/18	S UHLAND	CONFERENCE W/ M. YASSIN, M. LOTITO, J. RAPISARDI, AND PMA RE: PREPARE FOR CALL W/ BONDHOLDERS (.5); REVIEW TERM SHEET RE: [REDACTED] (.7); TELEPHONE CONFERENCE W/ M. LOTITO, PMA RE: [REDACTED] TO PREPARE FOR CALL W/ JUDGE HOUSER (.4); CONFERENCE W/ B. ROSEN, S. KIRPLIANI RE: COFINA LANGUAGE (.8); ATTEND CALL (PARTIAL) W/ M. RAPAPORT, BAML RE: [REDACTED] (.6).	3.0

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08/14/18	D PEREZ	DRAFT PORTIONS OF COFINA DISCLOSURE STATEMENT.	1.1
08/15/18	P FRIEDMAN	EMAIL S. KIRPALANI, E. KAY, AND S. UHLAND RE: COFINA [REDACTED]	0.8
08/15/18	M LOTITO	EMAIL TO B. ROSEN (PROSKAUER) RE: [REDACTED] (1); TELEPHONE CONFERENCES (PARTIAL) W/ M. YASSIN (AAFAF), E. ARIAS (PMA), J. RAPISARDI, S. UHLAND, AND P. FRIEDMAN RE: PLAN TERM SHEET (.3); TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAF TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM RE: PLAN TERM SHEET (.6); FOLLOW-UP CALL W/ M. YASSIN AND AAFAF TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM, AND S. UHLAND RE: PLAN TERM SHEET (1.0); EMAILS TO FOREGOING TEAMS RE: PLAN TERM SHEET (.4); REVIEW COMMENTS FROM M. RODRIGUEZ BOISSÉ (PMA) TO PLAN TERM SHEET (.2); REVIEW PROSKAUER'S REVISED DRAFT OF PLAN TERM SHEET (.5); MARK UP PLAN TERM SHEET (1.3); EMAILS TO FOREGOING TEAMS RE: COMMENTS TO PLAN TERM SHEET (.5); DRAFT ISSUES LIST RE: PLAN TERM SHEET (1.8); REVIEW DRAFT OF PLAN SUPPORT AGREEMENT (2.8).	9.7
08/15/18	J RAPISARDI	CONFERENCE W/ M. YASSIN RE: ERS/RETIREE CLAIMS (1.8); TELEPHONE CONFERENCES W/ S. UHLAND RE: COFINA TERM SHEET (.7); TELEPHONE CONFERENCES W/ N. MITCHELL RE: COFINA PLAN TERM SHEET ISSUES (1.1); TELEPHONE CONFERENCE W/ P. FRIEDMAN RE: COFINA LITIGATION ISSUES (1.2); MEETING W/ F. BATTLE RE: COMMONWEALTH FISCAL PLAN (1.7).	6.5
08/15/18	D RAYTIS	TELEPHONE CONFERENCE W/ PMA, V. SMITH, AND E. RICHARDS RE: COFINA TERM SHEET AND RELATED [REDACTED] (.5); RESEARCH [REDACTED] (.6); CONTINUE RESEARCH RE: SAME (1.3); TELEPHONE CONFERENCE W/ V. SMITH AND E. RICHARDS RE: [REDACTED] (.5); CONTINUE RESEARCH RE: SAME (.5).	3.4
08/15/18	M DICONZA	ANALYZE MEDIATION NOTES TO RESPOND TO CLIENT ISSUES ON TERM SHEET.	0.4

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08/15/18	H DIMIJIAN	RESEARCH AND ANALYZE [REDACTED] AND RELATED CASE LAW.	1.6
08/15/18	M DICONZA	COFINA CALL W/ AAFAP, ROTHSCHILD, BAML, OMM RE: OPEN TERM SHEET ITEMS.	0.7
08/15/18	P STULTZ	RESEARCH FOR H. DIMIJIAN TO LOCATE CASE AND SHEPARDS REPORT.	0.2
08/15/18	J ZUJKOWSKI	REVISE AND REVISE TERM SHEET AND PSA.	4.5
08/15/18	E RICHARDS	TELEPHONE CONFERENCE W/ PMA, V. SMITH, AND D. RAYTIS RE: COFINA TERM SHEET AND RELATED [REDACTED] (.5); SECOND CALL W/ V. SMITH AND D. RAYTIS RE: [REDACTED] (.5).	1.0
08/15/18	D PEREZ	DRAFT PORTIONS OF COFINA DISCLOSURE STATEMENT.	2.3
08/15/18	S UHLAND	REVIEW AND REVISE ISSUER LIST FOR TERM SHEET (.4); REVIEW AND COMMENT ON PLAN SUPPORT AGREEMENT (1.2).	1.6
08/15/18	S UHLAND	TELEPHONE CONFERENCE W/ J. ZUJKOWSKI, M. DICONZA, M. LOTITO, BAML, PMA, AND AAFAP RE: COFINA TERM SHEET.	0.5
08/15/18	S UHLAND	TELEPHONE CONFERENCE W/ M. LOTITO, AAFAP, PMA, AND BAML RE: PLAN TERM SHEET.	1.0
08/16/18	M LOTITO	FIRST CALL W/ M. YASSIN AND AAFAP TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (.7); SECOND CALL W/ M. YASSIN AND AAFAP TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM, S. UHLAND RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (1.3); THIRD CALL W/ M. YASSIN AND AAFAP TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (1.0); EMAILS TO FOREGOING TEAMS RE: PLAN TERM SHEET (.6); REVIEW COMMENTS TO PLAN TERM SHEET FROM A. BILLOCH VÁZQUEZ (.3); MARK UP PLAN TERM SHEET (1.9); REVISE DRAFT OF PLAN TERM SHEET ISSUES LIST (.8); REVIEW "MUST HAVE" LIST FROM COUNSEL TO SENIOR COFINA BONDHOLDERS (1.1); REVIEW REVISED DRAFT OF PLAN SUPPORT AGREEMENT (.8); MARK UP PLAN SUPPORT AGREEMENT (1.3); REVIEW PLAN SUPPORT AGREEMENT ISSUES LIST (.4).	10.2
08/16/18	D RAYTIS	RESEARCH RE: [REDACTED] (.2.1); TELEPHONE CONFERENCE W/ PMA, S. UHLAND, V. SMITH, AND H. DIMIJIAN RE: [REDACTED] (.7); CONTINUE RESEARCH RE: SAME (.6).	3.4
08/16/18	P FRIEDMAN	REVIEW OF LANGUAGE ON [REDACTED] (.7); TELEPHONE CONFERENCE W/ M. YASSIN RE: [REDACTED] (.5).	1.2

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08/16/18	J RAPISARDI	REVIEW OUTLINE FOR APPEAL OF [REDACTED] (.8); CONFERENCE W/ M. YASSIN RE: [REDACTED] ISSUES (2.6); MEETING W/ F. BATLLE RE: CW FISCAL PLAN ISSUES (1.8); TELEPHONE CONFERENCE W/ P. FRIEDMAN RE: COFINA RESTRUCTURING SUPPORT AGREEMENT (RSA) (.6) REVIEW RSA (1.1).	6.9
08/16/18	M DICONZA	TELEPHONE CONFERENCES RE: COFINA TERM SHEET AND PSA.	2.0
08/16/18	M DICONZA	REVIEW PLAN TERM SHEET AND PSA TO PREPARE FOR CALLS AND MEETINGS.	0.8
08/16/18	A SAX-BOLDER	PREPARE DOCUMENTS FOR J. RAPISARDI AND B. NEVE REVIEW IN CONNECTION W/ COFINA PLAN NEGOTIATIONS.	0.3
08/16/18	H DIMIJIAN	RESEARCH AND ANALYZE [REDACTED] AND RELATED CASE LAW (.6); TELEPHONE CONFERENCE W/ PMA, S. UHLAND, D. RAYTIS, AND V. SMITH RE: COFINA [REDACTED] (.7).	1.3
08/16/18	P STULTZ	RESEARCH FOR H. DIMIJIAN TO SHEPARDIZE CASES AS WELL AS HEADNOTES.	0.3
08/16/18	S UHLAND	REVIEW REVISED MARK UP (.5); EXTENDED CALL W/ M. LOTITO, J. RAPISARDI, J. ZUJKOWSKI, AAFAP, AND PMA RE: COFINA TERM SHEET AND PLAN SUPPORT AGREEMENT (1.3); ANALYZE [REDACTED] (.9); TELEPHONE CONFERENCE W/ PMA, S. UHLAND, D. RAYTIS, V. SMITH, AND H. DIMIJIAN RE: [REDACTED] RESEARCH (.7); FURTHER CALL W/ AAFAP, BAML, AND PMA RE: COFINA TERM SHEET (.3).	3.7
08/16/18	J ZUJKOWSKI	REVISE AND REVISE TERM SHEET AND PSA.	4.9
08/16/18	D PEREZ	DRAFT PORTIONS OF COFINA DISCLOSURE STATEMENT.	0.7
08/16/18	S UHLAND	TELEPHONE CONFERENCE W/ AAFAP, PMA, AND BAML RE: COFINA TERM SHEET AND PSA.	0.8
08/17/18	J RAPISARDI	MEETING W/ C. SOBRINO, F. BATTLE RE: COFINA FISCAL PLAN (1.2); MEETING W/ F. BATLLE AND ANKURA TEAM RE: [REDACTED] ISSUES (2.1); MEETINGS W/ M. YASSIN RE: COFINA PLAN SUPPORT AGREEMENT (1.1) AND [REDACTED] (1.2) ISSUES; REVIEW ERS SWAIN DECISION AND CONFERENCE W/ M. YASSIN AND C. YAMIN RE: [REDACTED] /STRATEGY (.8); REVIEW DRAFT [REDACTED] /INSERT LANGUAGE (1.1).	7.5

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08/17/18	M LOTITO	PRE-CONFERENCE W/ B. ROSEN AND PROSKAUER TEAM, E. ARIAS AND PMA TEAM, S. UHLAND, M. DICONZA, AND J. ZUJKOWSKI RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (2.0); CONFERENCE W/ S. UHLAND, M. DICONZA, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, AND NATIONAL RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (5.0); DRAFT EMAIL UPDATE TO CLIENT RE: CONFERENCES (.4); MARK UP PLAN SUPPORT AGREEMENT (.3); TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAT TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM, J. RAPISARDI, S. UHLAND, P. FRIEDMAN, M. DICONZA, AND J. ZUJKOWSKI RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (1.1); MARK UP PLAN TERM SHEET AND PROPOSED RIDER TO PLAN TERM SHEET RE: CONFIRMATION ORDER (1.2); REVIEW COMMENTS TO PLAN TERM SHEET FROM COUNSEL TO SENIOR COFINA BONDHOLDERS (.7).	10.7
08/17/18	J ZUJKOWSKI	PREPARE FOR AND ATTEND PROSKAUER DRAFTING SESSIONS (6.9); ATTEND CALL W/ OMM, AAFAT AND PMA TEAMS (1.1); REVISE TERM SHEET AND PSA (.8); TELEPHONE CONFERENCES W/ AAFAT TEAM RE: FEE SCHEDULE (.9).	9.7
08/17/18	P FRIEDMAN	WORK ON DRAFTING COFINA FISCAL PLAN.	1.1
08/17/18	D RAYTIS	CORRESPOND W/ PMA RE: TERM SHEET.	0.3
08/17/18	M DICONZA	TELEPHONE CONFERENCE W/ M. YASSIN RE: PLAN TERM SHEET (.3); TELEPHONE CONFERENCE W/ M. YASSIN, PMA, S. UHLAND, J. ZUJKOWSKI, AND M. LOTITO RE: UPDATE FROM MEETING AND NEXT STEPS ON PSA AND TERM SHEET (1.1).	1.4
08/17/18	M DICONZA	COFINA LEGAL ISSUES PRE-MEETING (PARTIAL) W/ PROSKAUER, OMM, AND PMA.	1.6
08/17/18	M DICONZA	MEETING W/ PROSKAUER AND CREDITORS RE: COMMENTS TO PSA AND TERM SHEET.	5.0
08/17/18	V SMITH	REVIEW DRAFT TRUST INDENTURE.	1.3
08/17/18	P FRIEDMAN	PARTICIPATE IN CALLS W/ M. YASSIN AND E. ARIAS RE: COFINA PLAN LANGUAGE.	2.8
08/17/18	I BLUMBERG	EMAIL M. LOTITO RE: [REDACTED] (.1); REVIEW MEMORANDUM RE: [REDACTED] SAME (.5).	0.6
08/17/18	S UHLAND	DRAFT AND REVISE TERM SHEET LANGUAGE RE: ORDER (.4); ANALYZE QUINN MARK UP OF TERM SHEET (.9); PREPARE FOR [REDACTED] CALL (.4).	1.7
08/17/18	S UHLAND	EXTENDED MEETING AT PROSKAUER W/ FOMB, COFINA CREDITORS RE: COFINA TERM SHEET (6.2); TELEPHONE CONFERENCE W/ J. ZUJKOWSKI, M. LOTITO, M. YASSIN, BAML, PMA, AND ROTHSCHILD RE: COFINA [REDACTED] AND STATUS (1.1).	7.3
08/18/18	S UHLAND	TELEPHONE CONFERENCE W/ M. YASSIN, BAML, AND PMA RE: TERM SHEET (C. SOBRINO PARTIAL) (.9); MEETING W/ B. ROSEN RE: TERM SHEET (1.1).	2.0

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08/18/18	J ZUJKOWSKI	ATTEND GROUP CALL (1.0); REVISE TERM SHEET AND PSA (2.4).	3.4
08/18/18	M LOTITO	TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAP TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT.	0.7
08/19/18	S UHLAND	ANALYZE REVISED TERM SHEET AND PSA (1.4); EMAIL J. ZUJKOWSKI RE: OPEN ISSUES (.4); ALL HANDS CALL W/ J. ZUJKOWSKI, M. LOTITO, BAML, ROTHSCHILD, AND AAFAP RE: TERM SHEET AND OPEN ISSUES (.9); MARK UP TERM SHEET (.7); TELEPHONE CONFERENCE W/ B. NEVE, J. ZUJKOWSKI, AND J. RAPISARDI RE: STATUS AND AAFAP MEMORANDUM (.8); DRAFT AND REVISE AAFAP MEMORANDUM (.7).	4.9
08/19/18	J ZUJKOWSKI	ATTEND WORKING GROUP CALL W/ S. UHLAND, PMA, AND AAFAP TEAMS (.8); REVISE TERM SHEET AND PSA (1.4); TELEPHONE CONFERENCE W/ M. YASSIN RE: BOARD MEMORANDUM (.6); DRAFT MEMORANDUM TO COFINA AND AAFAP BOARDS RE: COFINA TRANSACTION (6.0).	8.8
08/19/18	M LOTITO	TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAP TEAM, E. ARIAS AND PMA TEAM, C. REIN AND BAML TEAM, D. MONDELL AND ROTHSCHILD TEAM, J. RAPISARDI, S. UHLAND, P. FRIEDMAN, M. DICONZA, AND J. ZUJKOWSKI RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (.8); REVIEW REVISED DRAFTS OF PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (.2); DRAFT INSERT TO DISCLOSURE STATEMENT RE: [REDACTED] (1.3).	2.3
08/19/18	B NEVE	CONFERENCE W/ S. UHLAND, P. FRIEDMAN, J. ZUJKOWSKI, AAFAP, BAML, AND ROTHSCHILD RE: COFINA PLAN SUPPORT AGREEMENT (.8); EMAIL J. RAPISARDI, S. UHLAND, AND J. ZUJKOWSKI RE: COFINA PLAN SUPPORT AGREEMENT OVERVIEW MEMORANDUM (.5); DRAFT AND REVISE COFINA PLAN SUPPORT AGREEMENT OVERVIEW MEMORANDUM (4.7).	6.0
08/20/18	D PEREZ	REVIEW COFINA BACKGROUND MATERIALS RE: LITIGATION SUMMARIES (.3); EMAIL J. ZUJKOWSKI RE: SAME (.1).	0.4
08/20/18	A PAVEL	RESEARCH TO PREPARE LITIGATION SCHEDULE.	1.9
08/20/18	S UHLAND	ATTEND EXTENDED POA DRAFTING SESSION AT PROSKAUER W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED (INCLUDING PRE-MEETING BOARD / AAFAP PARTIES) (INCLUDING TIME SPENT PREPARING SUMMARY OF ISSUES FOR C. SOBRINO).	8.8
08/20/18	M LOTITO	REVISE INSERT TO DISCLOSURE STATEMENT RE: COLLATERAL SECURING COFINA BONDS.	0.3
08/20/18	J ZUJKOWSKI	ATTEND COFINA DRAFTING SESSION (7.0); REVIEW AND REVISE TERM SHEET (2.1).	9.1
08/20/18	B NEVE	DRAFT AND REVISE COFINA PLAN SUPPORT AGREEMENT OVERVIEW MEMORANDUM.	0.7
08/20/18	P FRIEDMAN	REVIEW DRAFT TERMS SHEET FOR PSA AND PROVIDE COMMENTS.	1.8

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08/21/18	J ZUJKOWSKI	ATTEND COFINA DRAFTING SESSION (7.0); REVIEW AND REVISE TERM SHEET (1.9).	8.9
08/21/18	S UHLAND	TELEPHONE CONFERENCE W/ BAML, ROTHSCHILD, AND AAFAP RE: OPEN ISSUES (.7); ATTEND EXTENDED COFINA POA NEGOTIATIONS AT PROSKAUER W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED (4.6); TELEPHONE CONFERENCE W/ BAML, ROTHSCHILD, AND AAFAP RE: COFINA POA UPDATE (.6); DRAFT AND REVISE LANGUAGE RE: [REDACTED] (.4); MEETING W/ E. ARIAS, M. RODRIGUEZ RE: COFINA POA AND FEE ISSUES (1.9); DRAFT AND REVISE MEMORANDUM TO C. SOBRINO COFINA RE: [REDACTED] (.9).	9.1
08/21/18	J RAPISARDI	CONFERENCE W/ S. UHLAND RE: OPEN COFINA/RSA ISSUES (1.1); NUMEROUS CONFERENCES W/ M. YASSIN RE: SAME (1.2); CONFERENCE W/ P. FRIEDMAN RE: LITIGATION UPDATE (1.0).	3.3
08/22/18	J ZUJKOWSKI	ATTEND COFINA MEDIATION SESSION (7.0); REVIEW AND REVISE PLAN TERM SHEET AND PSA (2.1); DRAFT SUMMARY FOR M. YASSIN (.4).	9.5
08/22/18	S UHLAND	TELEPHONE CONFERENCE W/ M. YASSIN AND PMA RE: COFINA FEES (.5); EXTENDED COFINA POA NEGOTIATION SESSION W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED (LESS TIME SPENT ON OTHER MATTERS) (8.6); EMAIL W/ C. SOBRINO RE: MEDIATION STATUS (.5); TELEPHONE CONFERENCE W/ M. YASSIN AND PMA RE: COFINA STATUS (.5).	10.1
08/23/18	J ZUJKOWSKI	ATTEND COFINA MEDIATION SESSION (7.0); REVIEW AND REVISE PLAN TERM SHEET AND PSA (3.1); DRAFT SUMMARY FOR M. YASSIN (1.0).	11.1
08/23/18	M LOTITO	EMAIL S. UHLAND RE: PROPOSED CONFIRMATION ORDER LANGUAGE (.1); DRAFT SAME (.3).	0.4
08/23/18	S UHLAND	ATTEND EXTENDED NEGOTIATION SESSION AT PROSKAUER W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED (LESS OTHER TIME (7.7); DRAFT LG FOR ORDER [REDACTED] (.7); CONFERENCE W/ M. YASSIN RE: SAME (.5); TELEPHONE CONFERENCES W/ M. YASSIN, PMA, BAML, AND ROTHSCHILD RE: NEGOTIATIONS (1.9).	10.8
08/23/18	J RAPISARDI	MEETING AT PROSKAUER W/ S. UHLAND, M. RODRIGUEZ, B. ROSEN, ET AL. RE: COFINA PLAN TERM SHEET (2.8); TELEPHONE CONFERENCES W/ M. YASSIN, J. RODRIGUEZ, ET AL. RE: COFINA ISSUES (.8); TELEPHONE CONFERENCE W/ M. YASSIN, S. UHLAND, M. RODRIGUEZ, ET AL. RE: COFINA DISPUTE (1.4).	5.0
08/23/18	P FRIEDMAN	REVIEW PSA LANGUAGE RE: [REDACTED] (.8); TELEPHONE CONFERENCES W/ E. ARIAS, AND M. YASSIN RE: COFINA PSA LANGUAGE (.6).	1.4
08/24/18	J ZUJKOWSKI	REVIEW AND REVISE TERM SHEET PROVISIONS (3.7); TELEPHONE CONFERENCES W/ JUDGE AMBRO AND S. UHLAND RE: SAME (.6).	4.3
08/24/18	B NEVE	DRAFT AND REVISE MEMORANDUM RE: PLAN OF ADJUSTMENT TERM SHEET.	2.4
08/24/18	S UHLAND	EMAIL J. RAPISARDI, F. BATLLE RE: COFINA FISCAL PLAN.	0.8

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08/24/18	S UHLAND	OUTLINE MEMORANDUM TO JUDGE AMBRO RE: ORDER ISSUE (.8); MARK UP [REDACTED] TERM SHEET FOR [REDACTED] MEMORANDUM (.7); DRAFT AND REVISE [REDACTED] (1.2); TELEPHONE CONFERENCE W/ J. ZUJKOWSKI AND [REDACTED] RE: [REDACTED] (.6); COMMUNICATION W/ S. KIRPLIANI RE: [REDACTED] (.4).	3.7
08/24/18	J RAPISARDI	TELEPHONE CONFERENCES W/ M. YASSIN, F. BATLLE RE: FISCAL PLAN ISSUES (1.0); REVIEW DRAFT COFINA FISCAL PLAN (1.2); CONFERENCE CALL W/ [REDACTED], S. UHLAND, AND M. YASSIN RE: COFINA ISSUES (1.0); TELEPHONE CONFERENCES W/ M. YASSIN RE: COFINA PSA ISSUES (1.2).	4.4
08/25/18	S UHLAND	COMMUNICATIONS RE: PROPOSED LG RE: ORDER AND OWNERSHIP FOR COFINA TERM SHEET.	0.7
08/25/18	J ZUJKOWSKI	REVISE COFINA FISCAL PLAN.	3.4
08/26/18	S UHLAND	DRAFT AND REVISE TERM SHEET LANGUAGE.	1.4
08/26/18	J ZUJKOWSKI	REVISE COFINA FISCAL PLAN.	1.6
08/26/18	S UHLAND	REVIEW AND REVISE COFINA FISCAL PLAN.	0.7
08/26/18	P FRIEDMAN	WORK ON COFINA FISCAL PLAN SUBMISSION.	0.9
08/27/18	J ZUJKOWSKI	CONFERENCE (PARTIAL) W/ S. UHLAND AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, AND NATIONAL RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; REVIEW COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; MARK UP SAME.	9.9
08/27/18	P FRIEDMAN	REVIEW COFINA FISCAL PLAN FOR CONSISTENCY W/ PLAN SUPPORT AGREEMENT (1.2); TELEPHONE CONFERENCES AND EMAILS W/ S. UHLAND, V. WONG, E. ARIAS, AND M. YASSIN RE: PSA LANGUAGE RE: [REDACTED] (1.0); EMAILS W/ S. UHLAND, M. LOTITO, AND J. RAPISARDI RE: COFINA [REDACTED] (.3).	2.5
08/27/18	S UHLAND	REVIEW AND REVISE COFINA [REDACTED].	0.9
08/27/18	S UHLAND	COFINA POA UPDATE CALL W/ M. YASSIN, PMA, BAML, AND ROTHSCHILD (.6); ATTEND INITIAL NEGOTIATING SESSION FOR COFINA TERM SHEET W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, ASSURED, AMBAC, AND NATIONAL (5.8); CONFERENCE W/ J. RAPISARDI, P. FRIEDMAN, AND M. YASSIN RE: CONFIRMATION ORDER PROVISIONS IN TERM SHEET (.5); CONTINUED NEGOTIATIONS AND DRAFTING SESSION RE: COFINA POA TERM SHEET (2.0).	8.9
08/27/18	M LOTITO	DRAFT RISK FACTORS AND DISCLAIMERS FOR FISCAL PLAN (.9); EMAILS TO S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: SAME (.3).	1.2
08/27/18	M LOTITO	CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, AND NATIONAL RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (5.3); REVIEW COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (3.7); MARK UP SAME (1.4).	10.4

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08/28/18	J ZUJKOWSKI	CONFERENCE (PARTIAL) W/ S. UHLAND, COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, AND NATIONAL RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; REVIEW COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; MARK UP SAME.	10.2
08/28/18	P FRIEDMAN	REVIEW AND COMMENT ON REVISED PSA LANGUAGE (.2); EMAILS FROM S. UHLAND RE: SAME (.2).	0.4
08/28/18	S UHLAND	ANALYZE REVISED TERM SHEET AND RSA (1.2); CONFERENCE W/ M. YASSIN RE: [REDACTED] (.4); DRAFT AND REVISE [REDACTED] (.7); ATTEND EXTENDED DRAFTING SESSION W/ FOMB, SR. AD HOC GROUP, JR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED RE: PSA AND TERM SHEET (5.5); REVIEW AND REVISE VERSION OF TERM SHEET AND PSA (.7); ATTEND FURTHER NEGOTIATIONS AND DRAFTING SESSION RE: COFINA POA (1.4).	9.9
08/28/18	S UHLAND	TELEPHONE CONFERENCE W/ C. SOBRINO, M. YASSIN, N. JARESKO, AND B. ROSEN RE: [REDACTED] (.7); DRAFT LANGUAGE FOR COFINA TERM SHEET RE: [REDACTED] (1.2).	1.9
08/28/18	M LOTITO	CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, NATIONAL, AND BONISTAS DEL PATIO RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (9.1); REVIEW VARIOUS COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT FROM COUNTERPARTY COUNSEL (4.2); MARK UP PLAN TERM SHEET (1.8).	15.1
08/29/18	P FRIEDMAN	REVIEW AND COMMENT ON DRAFT STATEMENT RE: COFINA [REDACTED] (.6); REVIEW AND COMMENT ON PLAN SUPPORT AGREEMENT (.8).	1.4
08/29/18	J ZUJKOWSKI	CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, AND NATIONAL RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; REVIEW COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT; MARK UP SAME.	11.1
08/29/18	M LOTITO	CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, NATIONAL, AND BONISTAS DEL PATIO RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (6.2); REVIEW VARIOUS COMMENTS TO PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT FROM COUNTERPARTY COUNSEL (6.5); MARK UP PLAN TERM SHEET (1.8); DRAFT PRESS RELEASE RE: ENTRY INTO PLAN SUPPORT AGREEMENT (1.3); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), V. WONG (NIXON PEABODY), J. RODRIGUEZ (BAML), E. ARIAS AND PMA TEAM, AND D. MONDELL AND ROTHSCHILD TEAM RE: PLAN TERM SHEET (.4).	16.2

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include client/matter/invoice number and/or attorney name.

Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
08/29/18	S UHLAND	ANALYZE CHANGES TO THE COFINA TERM SHEET (1.3); REDRAFT SECTIONS OF TERM SHEET (.8); ATTEND CALL W/ B. ROSEN, A. ROSENBERG, GO HOLDERS RE: GO HOLDERS GOING RSA (.8); CONFERENCE W/ B. ROSEN, JUDGE HOUSER RE: SAME (.4); ATTEND INITIAL SESSION OF EXTENDED COFINA TERM SHEET NEGOTIATION SESSION W/ COUNSEL FOR FOMB, SR. AD HOC GROUP, UBS, AMBAC, NATIONAL, ASSURED, JUNIOR AD HOC GROUP (LESS TIME ON OTHER TASKS) (2.2); REVIEW AND REVISE PRESS RELEASE (.4); COMMUNICATIONS W/ S. TORRES, M. YASSIN RE: EMMA FILING (.4); REVIEW AND REVISE MARK UP PLAN SUPPORT AGREEMENT (.9); CONFERENCE W/ M. YASSIN RE: COFINA ORGANIZATIONAL DOCUMENTS (.6); REVIEW EARLY EVENING SESSION OF TERM SHEET (.9); CONFERENCE W/ M. YASSIN RE: COMMENTS TO EARLY EVENING SESSION OF TERM SHEET (.7); ATTEND EVENING NEGOTIATING SESSION RE: TERM SHEET AND PLAN SUPPORT AGREEMENT (3.7); ATTEND CALL W/ M. YASSIN, D. MONDELL, J. RODRIGUEZ, PMA, NIXON, J. ZUJKOWSKI, AND M. LOTITO RE: PAGE FLIP OF TERM SHEET (.8); ATTEND CALL W/ M. YASSIN, PMA, NIXON PEABODY RE: PAGE FLIP PSA (.5); ATTEND CALL W/ ASSURED, FOMB, [REDACTED], JUDGE HOUSER RE: PSA (.6).	15.0
08/29/18	B NEVE	EMAIL CORRESPONDENCE W/ M. LOTITO RE: COFINA PLAN SUPPORT AGREEMENT.	0.2
08/30/18	M LOTITO	CONFERENCE (PARTIAL) W/ S. UHLAND, J. ZUJKOWSKI, AND COUNSEL TO OVERSIGHT BOARD, SENIOR COFINA BONDHOLDERS, JUNIOR COFINA BONDHOLDERS, AMBAC, ASSURED, NATIONAL, AND BONISTAS DEL PATIO RE: PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (2.0); REVIEW EXECUTION VERSIONS OF PLAN SUPPORT AGREEMENT AND PLAN TERM SHEET (.9); CORRESPOND W/ D. MONDELL (ROTHSCHILD) AND V. D'AGATA (ROTHSCHILD) RE: SAME (.1); REVIEW MOODY'S DRAFT RESEARCH REPORT RE: PLAN SUPPORT AGREEMENT (.8); MARK UP SAME (.4); CORRESPOND W/ J. MATTEI (AAFAF) RE: SAME (.2) TELEPHONE CONFERENCE W/ G. NOLAN (MOODY'S) RE: SAME (.1).	4.5
08/30/18	S UHLAND	CONFERENCE W/ M. YASSIN RE: POSTING AND PRESS RELEASE (.4); CONFERENCE W/ B. ROSEN RE: POSTING AND PRESS RELEASE (.4); CONFERENCE W/ D. BRAUNSTEIN RE: STATUS, BRING IN GO BONDHOLDER (.4); CONFERENCE W/ M. YASSIN RE: SAME (.2); COMMUNICATION W/ S. KIRPLIANI RE: PSA (.3).	1.7
08/31/18	J ZUJKOWSKI	EMAIL W/ J. RAPISARDI RE PSA AND TERM SHEET.	1.3
08/31/18	M LOTITO	TELEPHONE CONFERENCE W/ Y. HABENICT (PROSKAUER) RE: EXECUTION COPY OF PLAN SUPPORT AGREEMENT.	0.1
Total	015 PLAN OF ADJUSTMENT		560.8
017 REPORTING			
08/14/18	P FRIEDMAN	MEET W/ JESUS MATEI RE: RATINGS ISSUER MATTERS (.7); TELEPHONE CONFERENCE W/ MOODY'S RATING AGENCY RE: COFINA BONDS (.6).	1.3
Total	017 REPORTING		1.3
018 TAX			

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
08/15/18	V SMITH	TELEPHONE CONFERENCE W/ PMA, E. RICHARDS, AND D. RAYTIS TO DISCUSS COFINA TERM SHEET AND RELATED [REDACTED] (JOINED LATE) (.4); REVIEW DRAFT TERM SHEET AND RELEVANT CONSTITUTIONAL CASES (1.6); TELEPHONE CONFERENCE W/ E. RICHARDS AND D. RAYTIS TO DISCUSS [REDACTED] (.5).	2.5
08/16/18	V SMITH	REVIEW AND ANALYZE RELEVANT [REDACTED] CASES AND PMA'S ANALYSIS RE: [REDACTED] (4.3); EMAIL PMA, S. UHLAND, D. RAYTIS, AND H. DIMIJIAN RE: [REDACTED] (.7).	5.0
Total	018 TAX		7.5
020 MEDIATION			
08/01/18	P FRIEDMAN	PARTICIPATE IN COFINA MEDIATION.	7.7
08/01/18	M DICONZA	ATTEND COFINA MEDIATION, INCLUDING ANALYSIS OF ISSUES; MEMORANDA TO CLIENTS AND BREAK OUTS W/ CLIENT.	10.2
08/01/18	J ZUJKOWSKI	PARTICIPATE IN COFINA MEDIATION AND REVISE TERM SHEET AND DRAFT FOMB PRESENTATION.	9.9
08/01/18	S UHLAND	MARK UP COFINA TERM SHEET (.8); EMAIL J. ZUJKOWSKI RE: ISSUES W/ COFINA PAYMENTS (.4).	1.2
08/01/18	M LOTITO	REVIEW COMMENTS TO COFINA PLAN TERM SHEET.	0.2
08/01/18	A SAX-BOLDER	WORK ON COFINA RESTRUCTURING PROPOSAL IN CONNECTION W/ MEDIATION (1.5); PREPARE RELEVANT DOCUMENTS FOR PARTNER AND COUNSEL REVIEW IN MEDIATION (.7); EMAILS W/ J. ZUJKOWSKI RE: SAME (.3); REVIEW REVISED TERM SHEET PROPOSAL (.4).	2.7
08/02/18	M DICONZA	ATTEND COFINA MEDIATION, INCLUDING ANALYSIS OF ISSUES AND BREAK OUTS W/ CLIENT.	7.1
08/07/18	J RAPISARDI	CONFERENCE CALL W/ AAFAF EXECUTIVE COMMITTEE (C. SOBRINO, C. RIVERA, A. RODRIGUEZ) RE: FOMB SETTLEMENT COFINA PROPOSAL (.6) W/ S. UHLAND, M. YASSIN, D. MONDELL, C. REIN, V. D'AGATA, AND J. RODRIGUEZ, MEETING AT PROSKAUER W/COFINA BONDHOLDERS, JUDGE HOUSER, ET AL. (9 A.M. TO 6 P.M.) AND NUMEROUS CONFERENCES AND MEETINGS W/ BONDHOLDERS REPS, JUDGE HOUSER, M. YASSIN, ROTHSCHILD, AND BAML REPOS (7.8) AND TELEPHONE CONFERENCES W/ E. MCKEEN RE: SAME (1.2).	9.6
08/07/18	S UHLAND	TELEPHONE CONFERENCE W/ J. RAPISARDI, AAFAF BOARD, BAML, AND ROTHSCHILD RE: MEDIATION (.7); ATTEND COFINA MEDIATION (2.3).	3.0
Total	020 MEDIATION		51.6
Total Hours			639.7
Total Fees			546,791.15

Disbursements

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Copying	\$161.10
Expense Report Other (Incl. Out of Town Travel)	443.23
Online Research	172.12

Total Disbursements	\$776.45
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Total Current Invoice	\$547,567.60
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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
07/31/18	E101	Copying (Copitrak - Internal) - Sax-Bolder, Amalia Pages: 48	48.00	\$4.80
08/13/18	E101	Lasertrak Printing - Neve, Brett Pages: 23	23.00	2.30
08/20/18	E101	Lasertrak Color Printing - Zujkowski, Joseph Pages: 100	100.00	10.00
08/20/18	E101	Lasertrak Printing - Pavel, Ashley Pages: 49	49.00	4.90
08/20/18	E101	Lasertrak Color Printing - Zujkowski, Joseph Pages: 80	80.00	8.00
08/20/18	E101	Lasertrak Printing - Zujkowski, Joseph Pages: 24	24.00	2.40
08/20/18	E101	Lasertrak Printing - Zujkowski, Joseph Pages: 550	550.00	55.00
08/20/18	E101	Lasertrak Printing - Zujkowski, Joseph Pages: 150	150.00	15.00
08/21/18	E101	Lasertrak Color Printing - Zujkowski, Joseph Pages: 270	270.00	27.00
08/23/18	E101	Lasertrak Printing - Zujkowski, Joseph Pages: 84	84.00	8.40
08/23/18	E101	Lasertrak Printing - Marinelli, Margaret Pages: 33	33.00	3.30
08/27/18	E101	Lasertrak Color Printing - Lotito, Michael Pages: 30	30.00	3.00
08/27/18	E101	Lasertrak Color Printing - Lotito, Michael Pages: 30	30.00	3.00
08/27/18	E101	Lasertrak Color Printing - Neve, Brett Pages: 140	140.00	14.00
Total for E101 - Lasertrak Color Printing				\$161.10
08/01/18	E106	Online Research - Westlaw; Michael Lotito	1.00	\$172.12
Total for E106 - Online Research - Westlaw				\$172.12
08/03/18	E110	PETER FRIEDMAN - Out-of-Town Travel Hotel Hotel - PETER FRIEDMAN, 08/01/2018-08/03/2018 LODGING. COFINA MEDIATION. 2 NIGHTS @ \$200/NIGHT.	1.00	\$400.00
08/03/18	E110	PETER FRIEDMAN - Out-of-Town Travel - PETER FRIEDMAN; UBER. COFINA MEDIATION	1.00	43.23
Total for E110 - Out-of-Town Travel Hotel				\$443.23

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Timekeeper Summary

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Attorneys			
DENISE RAYTIS	807.50	7.1	5,733.25
SUZZANNE UHLAND	1,062.50	140.9	149,706.25
PETER FRIEDMAN	871.25	29.2	25,440.53
MARIA J. DICONZA	850.00	30.8	26,180.00
JOHN J. RAPISARDI	1,147.50	78.4	89,964.00
JENNIFER TAYLOR	765.00	0.2	153.00
ELIZABETH L. MCKEEN	807.50	1.3	1,049.75
ERIC A. S. RICHARDS	845.75	1.0	845.75
JOSEPH ZUJKOWSKI	739.50	155.6	115,066.20
MICHAEL F. LOTITO	709.75	119.9	85,099.10
DIANA M. PEREZ	739.50	13.1	9,687.45
ASHLEY PAVEL	692.75	1.9	1,316.23
VALERIE SMITH	705.50	8.8	6,208.40
AMALIA Y. SAX-BOLDER	624.75	12.0	7,497.02
BRETT M. NEVE	624.75	25.9	16,181.04
JOSEPH A. SPINA	624.75	2.6	1,624.36
IRENE BLUMBERG	412.25	7.6	3,133.12
HAROUT DIMIJIAN	620.50	2.9	1,799.45
Total for Attorneys		639.2	546,684.90
Paralegal/Litigation Support			
PRISCILLA STULTZ	212.50	0.5	106.25
Total for Paralegal/Litigation Support		0.5	106.25
Total		639.7	546,791.15

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
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Task Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JENNIFER TAYLOR	Partner	765.00	0.2	153.00
JOSEPH A. SPINA	Associate	624.75	1.1	687.23
Total for 004 BUSINESS OPERATIONS			1.3	840.23
JOHN J. RAPISARDI	Partner	1,147.50	4.9	5,622.75
Total for 005 CASE ADMINISTRATION			4.9	5,622.75
ELIZABETH L. MCKEEN	Partner	807.50	0.6	484.50
DIANA M. PEREZ	Counsel	739.50	2.2	1,626.90
BRETT M. NEVE	Associate	624.75	2.0	1,249.50
Total for 006 CLAIMS ADMINISTRATION AND OBJECTIONS			4.8	3,360.90
IRENE BLUMBERG	Associate	412.25	6.0	2,473.51
JOSEPH A. SPINA	Associate	624.75	1.5	937.13
Total for 009 FEE APPLICATIONS			7.5	3,410.64
SUZZANNE UHLAND	Partner	1,062.50	136.7	145,243.75
JOHN J. RAPISARDI	Partner	1,147.50	63.9	73,325.25
DENISE RAYTIS	Partner	807.50	7.1	5,733.25
ELIZABETH L. MCKEEN	Partner	807.50	0.7	565.25
ERIC A. S. RICHARDS	Partner	845.75	1.0	845.75
MARIA J. DICONZA	Partner	850.00	13.5	11,475.00
PETER FRIEDMAN	Partner	871.25	20.2	17,599.27
ASHLEY PAVEL	Counsel	692.75	1.9	1,316.23
VALERIE SMITH	Counsel	705.50	1.3	917.15
MICHAEL F. LOTITO	Counsel	709.75	119.7	84,957.15
DIANA M. PEREZ	Counsel	739.50	10.9	8,060.55
JOSEPH ZUJKOWSKI	Counsel	739.50	145.7	107,745.15
IRENE BLUMBERG	Associate	412.25	1.6	659.61
HAROUT DIMIJIAN	Associate	620.50	2.9	1,799.45
AMALIA Y. SAX-BOLDER	Associate	624.75	9.3	5,810.19
BRETT M. NEVE	Associate	624.75	23.9	14,931.54
PRISCILLA STULTZ	Librarian	212.50	0.5	106.25
Total for 015 PLAN OF ADJUSTMENT			560.8	481,090.79
PETER FRIEDMAN	Partner	871.25	1.3	1,132.63
Total for 017 REPORTING			1.3	1,132.63
VALERIE SMITH	Counsel	705.50	7.5	5,291.25
Total for 018 TAX			7.5	5,291.25

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SUZZANNE UHLAND	Partner	1,062.50	4.2	4,462.50
JOHN J. RAPISARDI	Partner	1,147.50	9.6	11,016.00
MARIA J. DICONZA	Partner	850.00	17.3	14,705.00
PETER FRIEDMAN	Partner	871.25	7.7	6,708.63
MICHAEL F. LOTITO	Counsel	709.75	0.2	141.95
JOSEPH ZUJKOWSKI	Counsel	739.50	9.9	7,321.05
AMALIA Y. SAX- BOLDER	Associate	624.75	2.7	1,686.83
Total for 020 MEDIATION			51.6	46,041.96

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COFINA TITLE III

For Professional Services Rendered Through September 30, 2018

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
006 CLAIMS ADMINISTRATION AND OBJECTIONS			
09/02/18	D PEREZ	REVIEW [REDACTED] (.3); EMAIL W/ J. HERTZBERG RE: SAME (.1).	0.4
09/03/18	S UHLAND	ANALYZE [REDACTED]	0.8
09/24/18	P FRIEDMAN	REVIEW DRAFT COFINA LEGISLATION (1.1); REVIEW EMAIL FROM D. PEREZ RE: COFINA CLAIMS PROCESS (.5).	1.6
09/24/18	D PEREZ	REVIEW UPDATED [REDACTED] (.7); EMAIL S. UHLAND AND E. MCKEEN RE: SAME (.2).	0.9
09/25/18	D PEREZ	REVIEW [REDACTED] CLAIMS FILED IN COFINA TITLE III (.4); FOLLOW UP W/ S. UHLAND AND P. FRIEDMAN RE: SAME (.2).	0.6
09/29/18	D PEREZ	REVIEW UPDATED [REDACTED] (.7); REVIEW OMNIBUS OBJECTION EXHIBITS RE: SAME (1.3); FOLLOW UP W/ S. UHLAND, E. MCKEEN, AND P. FRIEDMAN RE: SAME (.2).	2.2
Total	006 CLAIMS ADMINISTRATION AND OBJECTIONS		6.5
012 LITIGATION			
09/07/18	R HOLM	EMAIL W/ A. PAVEL, J. LE, J. DANIELS, AND L. ORTEGA RE: [REDACTED] (.5); RESEARCH SAME (.7).	1.2
Total	012 LITIGATION		1.2
015 PLAN OF ADJUSTMENT			
09/01/18	P FRIEDMAN	EMAIL J. RAPISARDI, S. UHLAND, AND M. YASSIN RE: COFINA PLAN ISSUES.	0.4
09/01/18	S UHLAND	EMAIL J. RAPISARDI, P. FRIEDMAN, AND M. YASSIN RE: COFINA STATUS.	0.3
09/03/18	P FRIEDMAN	EMAILS W/ M. YASSIN, C. SOBRINO, J. RAPISARDI, AND S. UHLAND RE: [REDACTED] (2.1); REVIEW [REDACTED] (.4).	2.5
09/03/18	S UHLAND	PREPARE EMAIL TO C. SOBRINO RE: GO / COFINA ISSUE.	0.7
09/04/18	S UHLAND	TELEPHONE CONFERENCE W/ M. LOTITO, PROSKAUER TEAM RE: COFINA DISCLOSURE STATEMENT (.9); ATTEND CALL W/ D. PEREZ, J. ZUJKOWSKI, M. LOTITO, B. NEVE, AND PMA RE: COFINA DISCLOSURE STATEMENT (.5).	1.4
09/04/18	B NEVE	CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, D. PEREZ, M. LOTITO, AND PMA RE: DISCLOSURE STATEMENT (.5); DRAFT AND REVISE ANALYSIS OF [REDACTED] (2.2); REVIEW [REDACTED] RE: [REDACTED] (1.7).	4.4

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
Matter Name: COFINA TITLE III
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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
09/04/18	J ZUJKOWSKI	REVIEW DISCLOSURE STATEMENT SECTIONS (1.8); ATTEND CALL W/ D. PEREZ, S. UHLAND, M. LOTITO, B. NEVE, AND PMA RE: COFINA DISCLOSURE STATEMENT (.5).	2.3
09/04/18	M LOTITO	CONFERENCE W/ PROSKAUER TEAM AND S. UHLAND RE: DISCLOSURE STATEMENT DRAFTING STRATEGY (.9); EMAILS TO PROSKAUER TEAM RE: BACKGROUND DOCUMENTATION FOR DISCLOSURE STATEMENT (.4); CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, D. PEREZ, B. NEVE, AND PMA TEAM RE: DISCLOSURE STATEMENT (.5); CONFERENCE W/ D. PEREZ RE: DISCLOSURE STATEMENT (.3); TELEPHONE CONFERENCE W/ S. MA (PROSKAUER) AND D. PEREZ RE: DISCLOSURE STATEMENT (.1); REVIEW BACKGROUND MATERIALS FOR DISCLOSURE STATEMENT INSERTS (.7).	2.9
09/04/18	M LOTITO	MARK UP SUMMARY OF PLAN SUPPORT AGREEMENT FOR FISCAL PLAN.	1.1
09/04/18	D PEREZ	CONFERENCE W/ S. UHLAND, J. ZUJKOWSKI, D. PEREZ, M. LOTITO, B. NEVE, AND PMA RE: DISCLOSURE STATEMENT (.5); CONFERENCE W/ M. LOTITO RE: SAME (.3); TELEPHONE CONFERENCE W/ S. MA AND M. LOTITO RE: SAME (.1).	0.9
09/04/18	P FRIEDMAN	REVIEW DRAFT OF DISCLOSURE STATEMENT INSERT (.6); EMAILS W/ C. SOBRINO AND AAFAP STAFF RE: [REDACTED] RE: COFINA PLAN (.5).	1.1
09/05/18	J RAPISARDI	REVIEW COFINA PLAN SUPPORT AGREEMENT.	1.2
09/05/18	J ZUJKOWSKI	REVIEW AND REVISE REPORT RE: COFINA PSA.	2.4
09/05/18	M LOTITO	REVIEW [REDACTED] RE: ENTRY INTO PLAN SUPPORT AGREEMENT.	0.1
09/05/18	M LOTITO	CONTINUE MARK UP OF SUMMARY OF PLAN SUPPORT AGREEMENT FOR FISCAL PLAN (3.3); REVIEW COMMENTS FROM J. RAPISARDI TO SAME (.2); REVISE AND EDIT SAME (.3).	3.8
09/06/18	B NEVE	DRAFT AND REVISE ANALYSIS OF [REDACTED] FOR COFINA DISCLOSURE STATEMENT.	0.4
09/06/18	D PEREZ	REVIEW COFINA DISCLOSURE STATEMENT SUMMARY OF [REDACTED] (.6); REVIEW REVISED DISCLOSURE STATEMENT INSERTS (.2).	0.8
09/06/18	M LOTITO	REVIEW PLAN TERM SHEET FOR [REDACTED] (.5); DRAFT INSERT TO COFINA FISCAL PLAN RE: [REDACTED] (.8); EMAILS TO S. UHLAND RE: SAME (.2).	1.5
09/06/18	M LOTITO	REVIEW BACKGROUND MATERIALS ON [REDACTED] FOR INSERT TO DISCLOSURE STATEMENT (.7); REVISE AND EDIT DISCLOSURES RE: [REDACTED] (.2).	0.9
09/07/18	S UHLAND	COMMUNICATION W/ M. LOTITO RE: [REDACTED] (.3); REVIEW AND REVISE COFINA DISCLOSURE DOCUMENT (.4); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), P. FRIEDMAN, D. PEREZ, AND M. LOTITO RE: DISCLOSURE STATEMENT (.4).	1.1

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09/07/18	D PEREZ	EMAILS W/ M. LOTITO RE: COFINA DISCLOSURE STATEMENT INSERTS AND AUDITED FINANCIALS (.3); REVIEW 2014 AUDITED FINANCIALS (.3); REVIEW COMMENTS TO DISCLOSURE STATEMENT INSERTS (.2); TELEPHONE CONFERENCE W/ M. YASSIN, E. ARIAS, S. UHLAND, P. FRIEDMAN, AND M. LOTITO RE: SAME (.4).	1.2
09/07/18	M LOTITO	EMAILS TO B. NEVE AND A. SAX-BOLDER RE: AUDITED FINANCIAL STATEMENTS FOR DISCLOSURE STATEMENT (.2); CONTINUE REVIEW OF [REDACTED] FOR DISCLOSURE STATEMENT (1.0); REVISE AND EDIT DISCLOSURES RE: [REDACTED] FOR DISCLOSURE STATEMENT (1.2); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), S. UHLAND, P. FRIEDMAN, AND D. PEREZ RE: DISCLOSURE STATEMENT AND CONFIRMATION PROCESS (.4).	2.8
09/07/18	B NEVE	DRAFT AND REVISE [REDACTED] OF DISCLOSURE STATEMENT.	1.8
09/07/18	P FRIEDMAN	REVIEW DRAFT DISCLOSURE STATEMENT (.4); CONFERENCE W/ OMM, PMA, AND AAFAF RE: SAME (.4).	0.8
09/08/18	D PEREZ	REVIEW SUMMARY OF [REDACTED] RE: COFINA DISCLOSURE STATEMENT (.2); EMAIL M. LOTITO RE: SAME (.1).	0.3
09/08/18	M LOTITO	DRAFT COFINA SLIDES FOR MASTER RESTRUCTURING PRESENTATION TO CLIENT (1.2); REVISE COFINA SLIDES FOR MASTER LITIGATION PRESENTATION TO CLIENT (.5).	1.7
09/09/18	D PEREZ	REVIEW COMMENTS TO SUMMARY OF [REDACTED] FOR COFINA DISCLOSURE STATEMENT.	0.2
09/09/18	M LOTITO	REVISE INSERTS TO DISCLOSURE STATEMENT RE: [REDACTED].	2.2
09/09/18	B NEVE	DRAFT AND REVISE [REDACTED] OF DISCLOSURE STATEMENT.	0.2
09/10/18	D PEREZ	REVIEW AND COMMENT ON [REDACTED] INSERTS FOR COFINA DISCLOSURE STATEMENT (.8); FOLLOW UP W/ M. LOTITO RE: SAME (.1).	0.9
09/10/18	M LOTITO	REVISE AND EDIT [REDACTED] INSERTS FOR DISCLOSURE STATEMENT (.7); DRAFT REQUEST FOR PROPOSALS RE: [REDACTED] (1.4); EMAILS TO M. YASSIN (AAFAF), V. WONG (NIXON PEABODY), AND PMA TEAM RE: SAME (.5).	2.6
09/10/18	S UHLAND	CONFERENCE W/ E. ARIAS, V. WONG, M. RODRIGUEZ, AND M. YASSIN RE: COFINA NEXT STEPS (.8); REVIEW DRAFT DISCLOSURE RE: [REDACTED] (.7); REVIEW TRUSTEE RFQ (.6).	2.1
09/10/18	J ZUJKOWSKI	REVIEW DISCLOSURE STATEMENT SECTIONS.	2.3
09/11/18	D PEREZ	EMAILS W/ I. GARAU AND B. REQUENA RE: COFINA CREDITOR MATRIX (.2); REVIEW SAME AND ADDRESS OPEN QUESTIONS RE: SAME (.7); REVIEW UPDATED COFINA DISCLOSURE STATEMENT TOC (.2); EMAILS W/ J. SANTIAGO AND M. LOTITO RE: COFINA AUDITED FINANCIALS (.1).	1.2

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09/11/18	M LOTITO	TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAP TEAM, V. WONG (NIXON PEABODY), E. ARIAS (PMA), M. RODRIGUEZ (PMA), AND S. UHLAND RE: DRAFTING OF NEW LEGISLATION (.4); EMAILS TO S. UHLAND, E. ARIAS, AND V. WONG RE: DISCLOSURE STATEMENT (.3).	0.7
09/11/18	S UHLAND	TELEPHONE CONFERENCE W/ M. YASSIN AND AAFAP TEAM, V. WONG (NIXON PEABODY), E. ARIAS (PMA), M. RODRIGUEZ (PMA), AND M. LOTITO RE: DRAFTING OF NEW LEGISLATION.	0.4
09/12/18	D PEREZ	REVIEW COFINA PSA AND PSA TERM SHEET (.8); TELEPHONE CONFERENCE W/ M. LOTITO, M. BOISSEN, E. ARIAS, AND S. MA RE: COFINA DISCLOSURE STATEMENT STATUS (.5); EMAILS W/ M. LOTITO AND S. UHLAND RE: SAME (.2).	1.5
09/12/18	M LOTITO	CORRESPOND W/ M. RODRIGUEZ (PMA) AND S. UHLAND RE: [REDACTED] (.5); TELEPHONE CONFERENCE W/ M. RODRIGUEZ RE: SAME (.3); REVIEW PLAN SUPPORT AGREEMENT FOR [REDACTED] (.9); CONFERENCE W/ PROSKAUER TEAM, PMA TEAM, D. PEREZ, AND B. NEVE RE: DISCLOSURE STATEMENT DRAFTING STRATEGY (.5); TELEPHONE CONFERENCE W/ Y. HABENICHT RE: [REDACTED] (.1).	2.3
09/12/18	B NEVE	CONFERENCE W/ D. PEREZ, M. LOTITO, PMA, AND PROSKAUER RE: DISCLOSURE STATEMENT.	0.5
09/12/18	P FRIEDMAN	REVIEW COFINA RESTRUCTURING SUPPORT AGREEMENT TERMS.	0.6
09/13/18	M LOTITO	TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), AND S. UHLAND RE: [REDACTED] AND PLAN SUPPORT AGREEMENT (.6); REVISE [REDACTED] RE: PLAN SUPPORT AGREEMENT (.2); EMAILS TO M. YASSIN, S. UHLAND, E. ARIAS, AND M. RODRIGUEZ RE: SAME (.3).	1.1
09/13/18	S UHLAND	CONFERENCE W/ [REDACTED] RE: [REDACTED] (.4); CONFERENCE W/ M. YASSIN, E. ARIAS, M. LOTITO, AND M. RODRIGUEZ RE: [REDACTED] (.6); CONFERENCE REVISIONS TO LETTER (.4); CONFERENCE W/ M. YASSIN, E. ARIAS, AND M. RODRIGUEZ RE: COFINA LEGISLATION (.7); CONFERENCE W/ S. KIRPALANI RE: SAME (.4).	2.5
09/14/18	M LOTITO	REVIEW COMMENTS FROM J. GERKIS (PROSKAUER) AND V. WONG (NP) TO DRAFT OF REQUEST FOR PROPOSALS FROM [REDACTED] UNDER COFINA PLAN (.4); REVISE REQUEST FOR PROPOSALS PER SAME (1.0); EMAILS TO M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG, J. GERKIS, AND S. UHLAND RE: SAME (.4); ADVISE M. YASSIN RE: FINAL VERSION (.4).	2.2
09/14/18	S UHLAND	COMMUNICATIONS W/ M. YASSIN, B. ROSEN RE: RFP (.4); COMMUNICATIONS W/ M. LOTITO RE: SAME (.3); REVIEW COMMENTS TO [REDACTED] (.3); COMMUNICATION W/ JUDGE HOUSER, B. ROSEN RE: [REDACTED] (.2); CONFERENCE W/ M. YASSIN RE: LEGISLATION (.3).	1.5
09/14/18	J ZUJKOWSKI	REVIEW REQUEST FOR PROPOSAL.	0.7

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09/15/18	S UHLAND	REVIEW COMMENTS TO [REDACTED] (.4); CONFERENCE W/ E. ARIAS, M. YASSIN, AND M. RODRIGUEZ RE: SAME (.5); CONFERENCE W/ JUDGE HOUSER AND B. ROSEN RE: SAME (.3); CONFERENCE W/ S. KIRPALANI, D. SALINAS, E. KAY, E. ARIAS, AND M. RODRIGUEZ RE: LEGISLATION (.5).	1.7
09/15/18	P FRIEDMAN	REVIEW AGREEMENTS RELATED TO COFINA RSA.	0.4
09/17/18	M LOTITO	DRAFT TALKING POINTS ON PLAN SUPPORT AGREEMENT IN SUPPORT OF PROPOSED LEGISLATION.	1.8
09/17/18	S UHLAND	CONFERENCE W/ B. ROSEN RE: [REDACTED] (.3); REVIEW / REVISE [REDACTED] (.4); CONFERENCE W/ M. YASSIN RE: SAME (.4).	1.1
09/18/18	D PEREZ	TELEPHONE CONFERENCE W/ M. LOTITO AND B. ROSEN RE: COFINA DISCLOSURE STATEMENT.	0.7
09/18/18	S UHLAND	REVIEW AMENDED AND RESTATED PSA AND TERM SHEET (.4); COMMUNICATION W/ M. YASSIN RE: SAME (.2).	0.6
09/18/18	M LOTITO	REVIEW AMENDED AND RESTATED PLAN SUPPORT AGREEMENT AND TERM SHEET (.5); TELEPHONE CONFERENCE W/ B. ROSEN AND PROSKAUER TEAM, V. WONG AND NIXON PEABODY TEAM, AND D. PEREZ RE: DISCLOSURE STATEMENT DRAFTING STRATEGY (.7); CORRESPOND W/ B. FORNARIS (AAFAF) AND J. SANTIAGO (AAFAF) RE: EXHIBITS TO DISCLOSURE STATEMENT (.1); CORRESPOND W/ S. MA (PROSKAUER) RE: SAME (.1).	1.4
09/19/18	S UHLAND	DRAFT AND REVISE LEGISLATIVE TALKING POINTS.	0.7
09/19/18	S UHLAND	CONFERENCE W/ M. YASSIN, PMA TEAM RE: LEGISLATION (.5); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), AND M. LOTITO RE: PROPOSED LEGISLATION TO IMPLEMENT PLAN OF ADJUSTMENT (.6); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), S. KIRPALANI (QUINN EMANUEL), SENIOR BONDHOLDERS' LOCAL COUNSEL, AND M. LOTITO RE: [REDACTED] [REDACTED] (.4); FOLLOW-UP CALL W/ M. YASSIN RE: LEGISLATION (.3).	1.8
09/19/18	M LOTITO	CONFORM SIGNATURE PAGE FOR AMENDED AND RESTATED PLAN SUPPORT AGREEMENT (.1); REVIEW DRAFT OF IMPLEMENTING LEGISLATION FOR PLAN OF ADJUSTMENT (2.8); REVIEW COMMENTS FROM V. WONG (NIXON PEABODY) TO DRAFT LEGISLATION (.3); TELEPHONE CONFERENCES W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), AND S. UHLAND RE: PROPOSED LEGISLATION TO IMPLEMENT PLAN OF ADJUSTMENT (.6); TELEPHONE CONFERENCE W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), S. KIRPALANI (QUINN EMANUEL), SENIOR BONDHOLDERS' LOCAL COUNSEL, AND S. UHLAND RE: [REDACTED] [REDACTED] (.4); REVIEW COMMENTS FROM S. UHLAND TO TALKING POINTS ON PROPOSED LEGISLATION (.4); REDRAFT TALKING POINTS IN SUPPORT OF PROPOSED LEGISLATION (3.9).	8.5

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09/20/18	M LOTITO	REVIEW REVISED DRAFT OF IMPLEMENTING LEGISLATION FROM M. RODRIGUEZ (PMA) (1.2); REVIEW COMMENTS FROM J. RAPISARDI, P. FRIEDMAN, AND M. DICONZA TO DRAFT OF IMPLEMENTING LEGISLATION (.5); DRAFTING CALL W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), C. REIN (BAML), J. RODRIGUEZ (BAML), D. MONDELL (ROTHSCHILD), J. RAPISARDI, S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: IMPLEMENTING LEGISLATION (1.9); REVIEW EXECUTION VERSION OF AMENDED AND RESTATED PLAN SUPPORT AGREEMENT (.4); COORDINATE EXECUTION OF AMENDED AND RESTATED PLAN SUPPORT AGREEMENT AND LETTER AGREEMENT W/ AUTONOMY (.3); DRAFT PRESS RELEASE RE: ENTRY INTO AMENDED AND RESTATED PLAN SUPPORT AGREEMENT (1.3); REVIEW COMMENTS FROM M. YASSIN (AAFAF) TO PRESS RELEASE (.1); CORRESPOND W/ M. YASSIN AND AAFAF TEAM RE: PUBLICATION OF PRESS RELEASE (.7).	6.4
09/20/18	P FRIEDMAN	REVIEW DRAFT COFINA LEGISLATION AND PROVIDE COMMENTS TO PMA TEAM AND S. UHLAND (2.4); TELEPHONE CONFERENCES AND EMAIL W/ T. MUNGOVAN RE: COFINA PLAN ISSUES (.7).	3.1
09/20/18	M DICONZA	REVIEW AND COMMENT ON AMENED AND RESTATED [REDACTED].	0.6
09/20/18	S UHLAND	REVIEW AND COMMENT ON LEGISLATION (1.2); DRAFTING CALL W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), C. REIN (BAML), J. RODRIGUEZ (BAML), D. MONDELL (ROTHSCHILD), J. RAPISARDI, J. ZUJKOWSKI, AND M. LOTITO RE: PROPOSED IMPLEMENTING LEGISLATION (1.9); REVIEW [REDACTED], PSA FOR EXECUTION (.7); COMMUNICATION W/ B. ROSEN RE: CLOSING, PRESS RELEASE (.8); REVIEW AND REVISE PRESS RELEASE (.7).	5.3
09/20/18	S UHLAND	REVIEW AND REVISE [REDACTED].	0.7
09/21/18	E MCKEEN	EMAIL P. FRIEDMAN RE: [REDACTED]	0.5
09/21/18	J RAPISARDI	DRAFTING CALL W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), D. MONDELL (ROTHSCHILD), S. UHLAND, J. ZUJKOWSKI (PARTIAL), AND M. LOTITO RE: PROPOSED IMPLEMENTING LEGISLATION (PARTIAL).	1.2
09/21/18	S UHLAND	NUMEROUS COMMUNICATIONS W/ M. YASSIN RE: [REDACTED] (.4); CONFERENCES W/ B. ROSEN RE: SAME (.4); COMMUNICATIONS W/ B. ROSEN, M. LOTITO RE: SIGNATURE PAGES (.3); DRAFTING CALL W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), D. MONDELL (ROTHSCHILD), J. RAPISARDI, J. ZUJKOWSKI (PARTIAL), AND M. LOTITO RE: PROPOSED IMPLEMENTING LEGISLATION (1.2); COMMUNICATIONS RE: [REDACTED] (.3).	2.6

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09/21/18	M LOTITO	COORDINATE PUBLICATION OF PRESS RELEASE RE: ENTRY INTO AMENDED AND RESTATED PLAN SUPPORT AGREEMENT (1.5); DRAFT COFINA UPDATE FOR WEEKLY STATUS REPORT TO AAFAP MANAGEMENT (.4); REVIEW REVISED DRAFT OF IMPLEMENTING LEGISLATION FROM M. RODRIGUEZ (PMA) (1.6); DRAFTING CALL W/ M. YASSIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), D. MONDELL (ROTHSCHILD), J. RAPISARDI, AND S. UHLAND RE: PROPOSED IMPLEMENTING LEGISLATION (1.2).	4.7
09/22/18	M LOTITO	DRAFTING CALL W/ M. YASSIN (AAFAF), C. YAMIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), A. BILLOCH (PMA), J. RAPISARDI, AND S. UHLAND RE: IMPLEMENTING LEGISLATION AND RELATED TALKING POINTS (.6); MARK UP IMPLEMENTING LEGISLATION (.4); REDRAFT TALKING POINTS ON IMPLEMENTING LEGISLATION (2.1).	3.1
09/22/18	S UHLAND	ANALYZE M. YASSIN COMMENTS RE: TALKING POINTS AND PREPARE OUTLINE (.7); DRAFTING CALL W/ M. YASSIN (AAFAF), C. YAMIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), A. BILLOCH (PMA), J. RAPISARDI, S. UHLAND, AND M. LOTITO RE: IMPLEMENTING LEGISLATION AND RELATED ONE-PAGER (.6).	1.3
09/22/18	J RAPISARDI	DRAFTING CALL W/ M. YASSIN (AAFAF), C. YAMIN (AAFAF), E. ARIAS (PMA), M. RODRIGUEZ (PMA), A. BILLOCH (PMA), S. UHLAND, AND M. LOTITO RE: IMPLEMENTING LEGISLATION AND RELATED ONE-PAGER.	0.6
09/23/18	S UHLAND	DRAFT AND REVISE LEGISLATIVE TALKING POINTS (.7); REVIEW AND REVISE CREDITOR LEGISLATIVE TALKING POINTS (.6).	1.3
09/23/18	M LOTITO	REVIEW INQUIRIES FROM [REDACTED] (.2); REVIEW COMMENTS FROM M. YASSIN (AAFAF) AND S. UHLAND TO TALKING POINTS ON IMPLEMENTING LEGISLATION (.2); REVISE TALKING POINTS (1.0); DRAFT SUMMARY OF IMPLEMENTING LEGISLATION FOR TALKING POINTS (1.0); DRAFT SECOND SET OF TALKING POINTS ON IMPLEMENTING LEGISLATION FOR SENIOR BONDHOLDERS (1.2); EMAILS TO V. D'AGATA (ROTHSCHILD) RE: TALKING POINTS (.1).	3.7
09/24/18	M LOTITO	REVIEW COMMENTS TO ONE-PAGERS ON IMPLEMENTING LEGISLATION FROM M. RODRIGUEZ (PMA) (.2); REVISE SAME PER COMMENTS FROM M. RODRIGUEZ (.4); REVIEW COMMENTS TO ONE-PAGERS ON IMPLEMENTING LEGISLATION FROM J. RAPISARDI (.4); REVISE SAME PER COMMENTS FROM J. RAPISARDI (.5); TELEPHONE CONFERENCE W/ Y. HABENICHT (PROSKAUER) RE: UNREDACTED COPY OF AMENDED AND RESTATED PLAN SUPPORT AGREEMENT (.1); CORRESPOND W/ B. FORNARIS (AAFAF) AND J. SANTIAGO (AAFAF) RE: EXHIBITS TO DISCLOSURE STATEMENT (.1).	1.7
09/24/18	E MCKEEN	REVIEW AND ANALYZE CASES RE: [REDACTED]	0.7
09/25/18	P FRIEDMAN	REVIEW DRAFT PLAN OF ADJUSTMENT.	0.8

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09/25/18	M LOTITO	CORRESPOND W/ S. MA (PROSKAUER) RE: EXHIBITS TO DISCLOSURE STATEMENT (.1); TELEPHONE CONFERENCE W/ B. ROSEN AND PROSKAUER TEAM, D. PEREZ, AND B. NEVE RE: DISCLOSURE STATEMENT DRAFTING STRATEGY (.6); REVIEW DRAFT OF [REDACTED] (.9).	1.6
09/25/18	D PEREZ	TELEPHONE CONFERENCE W/ B. ROSEN AND PROSKAUER TEAM, AND B. NEVE RE: DISCLOSURE STATEMENT DRAFTING STRATEGY (.6); REVIEW COFINA 2015 AUDITED FINANCIAL STATEMENTS (.3); REVIEW DRAFT SETTLEMENT AGREEMENT (.3).	1.2
09/25/18	B NEVE	TELEPHONE CONFERENCE W/ B. ROSEN AND PROSKAUER TEAM, AND D. PEREZ RE: DISCLOSURE STATEMENT DRAFTING STRATEGY.	0.6
09/26/18	M LOTITO	DRAFT STATEMENT OF MOTIVES FOR IMPLEMENTING LEGISLATION (2.1); ADVISE A. SAX-BOLDER RE: NEW COFINA BONDS FOR RESTRUCTURING STRATEGY DECK (.1); REVIEW REVISED DRAFT OF PLAN OF ADJUSTMENT (.9); REVIEW COMMENTS FROM P. FRIEDMAN TO [REDACTED] (.1); REVIEW INQUIRY FROM [REDACTED] IN RESPONSE TO REQUEST FOR PROPOSALS (.3); CORRESPOND W/ E. ARIAS (PMA) RE: SAME (.2).	3.7
09/26/18	B NEVE	REVIEW [REDACTED] DOCUMENTS RE: STRATEGY OVERVIEW (.5); EMAIL CORRESPONDENCE W/ A. SAX-BOLDER RE: SAME (.3) [REDACTED]	0.8
09/26/18	J ZUJKOWSKI	REVIEW AND REVISE PLAN OF ADJUSTMENT (3.6); ATTEND CALL RE: IMPLEMENTING LEGISLATION (.9).	4.5
09/26/18	S UHLAND	ANALYZE PROSKAUER COMMENTS TO LEGISLATION (.8); INITIAL REVIEW COFINA POA (1.7).	2.5
09/26/18	B NEVE	REVIEW BOND DOCUMENTS RE: STRATEGY OVERVIEW (.5); EMAIL CORRESPONDENCE W/ A. SAX-BOLDER RE: SAME (.3).	0.8
09/27/18	M LOTITO	REVIEW COMMENTS FROM M. RODRIGUEZ (PMA) TO IMPLEMENTING LEGISLATION (.3); EMAIL TO V. WONG (NIXON) RE: TAX DISCLOSURES FOR DISCLOSURE STATEMENT (.1); CONTINUE REVIEW OF PLAN OF ADJUSTMENT (3.4); MARK UP PLAN OF ADJUSTMENT (2.7); TELEPHONE CONFERENCE W/ J. GERKINS (PROSKAUER) RE: [REDACTED] REQUEST FOR PROPOSALS (.1); DRAFT RESPONSE TO INQUIRY FROM POTENTIAL TRUSTEE (.3); DRAFTING CALL W/ M. YASSIN AND AAFAT TEAM, E. ARIAS AND PMA TEAM, V. WONG AND NIXON PEABODY TEAM, S. UHLAND, J. ZUJKOWSKI, AND M. LOTITO RE: IMPLEMENTING LEGISLATION (.9).	7.8
09/27/18	S UHLAND	REVIEW MARK UP OF LEGISLATION (.7); REVIEW AND REVISE LEGISLATIVE STATEMENT OF MOTIVES (.6).	1.3
09/27/18	S UHLAND	FURTHER REVIEW COFINA POA.	1.2
09/27/18	S UHLAND	DRAFTING CALL W/ M. YASSIN AND AAFAT TEAM, E. ARIAS AND PMA TEAM, V. WONG AND NIXON PEABODY TEAM, J. ZUJKOWSKI, AND M. LOTITO RE: IMPLEMENTING LEGISLATION.	0.9
09/27/18	D PEREZ	REVIEW [REDACTED] FOR DISCLOSURE STATEMENT.	0.3

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Client: PUERTO RICO FISCAL AGENCY & FINANCIAL ADVISORY AUTHORITY
 Matter Name: COFINA TITLE III
 Matter: 0686892-00012

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
09/28/18	S UHLAND	REVIEW AND REVISE COFINA PLAN OF ADJUSTMENT MARK UP (.8); REVIEW AND REVISE [REDACTED] MARK UP (.9).	1.7
09/28/18	J ZUJKOWSKI	REVIEW PLAN AND DISCLOSURE STATEMENT.	3.4
09/29/18	M LOTITO	TELEPHONE CONFERENCE W/ S. UHLAND RE: MARK UP TO [REDACTED] AND PLAN OF ADJUSTMENT (.1); REVIEW COMMENTS FROM J. RAPISARDI TO PLAN OF ADJUSTMENT (.6); CONTINUE MARK UP OF PLAN OF ADJUSTMENT (4.6); EMAILS TO E. ARIAS (PMA), M. RODRIGUEZ (PMA), A. BILLOCH (PMA), V. WONG (NIXON PEABODY), J. RAPISARDI, S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: PLAN OF ADJUSTMENT (.5); REVIEW FIRST DRAFT OF DISCLOSURE STATEMENT (2.5); REVIEW CONFIRMATION CALENDAR FROM B. ROSEN (PROSKAUER) (.1).	8.4
09/30/18	M LOTITO	DRAFTING CALL W/ E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON PEABODY), C. WOLF (NIXON), K. LIND (NIXON), AND S. UHLAND RE: PLAN OF ADJUSTMENT AND [REDACTED] (.5); CONTINUE MARK UP OF PLAN OF ADJUSTMENT (2.6); MARK UP [REDACTED] (1.8); EMAILS TO M. YASSIN (AAFAF), J. SANTIAGO (AAFAF), B. FORNARIS (AAFAF), A. CAMPORREALE (AAFAF), F. BATLLE (ANKURA), E. ARIAS, M. RODRIGUEZ, V. WONG, C. WOLF, K. LIND, J. RAPISARDI, S. UHLAND, P. FRIEDMAN, AND J. ZUJKOWSKI RE: PLAN OF ADJUSTMENT AND [REDACTED] (.4).	5.3
09/30/18	S UHLAND	DRAFTING CALL W/ E. ARIAS (PMA), M. RODRIGUEZ (PMA), V. WONG (NIXON), C. WOLF (NIXON), K. LIND (NIXON), AND M. LOTITO RE: PLAN OF ADJUSTMENT AND [REDACTED]	0.5
Total	015 PLAN OF ADJUSTMENT		168.0
Total Hours			175.7
Total Fees			140,722.70

Disbursements

Copying	\$37.00
Online Research	9.30
Total Disbursements	\$46.30
Total Current Invoice	\$140,769.00

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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
09/20/18	E101	Lasertrak Printing - Lotito, Michael Pages: 106	106.00	\$10.60
09/21/18	E101	Lasertrak Printing - Lotito, Michael Pages: 109	109.00	10.90
09/26/18	E101	Lasertrak Printing - Lotito, Michael Pages: 77	77.00	7.70
09/26/18	E101	Lasertrak Printing - Lotito, Michael Pages: 78	78.00	7.80
Total for E101 - Lasertrak Printing				\$37.00
08/10/18	E106	Online Research (Miscellaneous); PACER - FEDERAL COURT DOCKET SERVICE; ; Brett Neve; PRBK; Docket Report; 17-00133-LTS Fil or Ent: filed Doc From: 0 Doc To: 99999999 Term: included Headers: included Format: html Page counts for documents: included	30.00	\$3.00
08/10/18	E106	Online Research (Miscellaneous); PACER - FEDERAL COURT DOCKET SERVICE; ; Brett Neve; PRDC; Docket Report; 3:16-cv-02374-FAB	30.00	3.00
08/14/18	E106	Online Research (Miscellaneous); PACER - FEDERAL COURT DOCKET SERVICE; ; Michael Lotito; ALNBK; Docket Report; 11-05736-CRJ9 Fil or Ent: filed From: 1/1/1990 To: 8/14/2018 Doc From: 2182 Doc To: 2182 Term: included Headers: included Format: html Page counts for documents: included	3.00	0.30
08/14/18	E106	Online Research (Miscellaneous); PACER - FEDERAL COURT DOCKET SERVICE; ; Michael Lotito; ALNBK; Image2182-0; 11-05736-CRJ9 Document 2182-0	30.00	3.00
Total for E106 - Online Research (Miscellaneous)				\$9.30

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Matter Name: COFINA TITLE III
Matter: 0686892-00012

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Invoice: 1017340
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Timekeeper Summary

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Attorneys			
SUZZANNE UHLAND	1,062.50	36.0	38,250.00
PETER FRIEDMAN	871.25	11.3	9,845.14
JOHN J. RAPISARDI	1,147.50	3.0	3,442.50
ELIZABETH L. MCKEEN	807.50	1.2	969.00
MARIA J. DICONZA	850.00	0.6	510.00
DIANA M. PEREZ	739.50	13.3	9,835.35
MICHAEL F. LOTITO	709.75	84.0	59,619.08
JOSEPH ZUJKOWSKI	739.50	15.6	11,536.20
BRETT M. NEVE	624.75	9.5	5,935.13
RICHARD HOLM	650.25	1.2	780.30
Total for Attorneys		175.7	140,722.70
Total		175.7	140,722.70

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Task Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
SUZZANNE UHLAND	Partner	1,062.50	0.8	850.00
PETER FRIEDMAN	Partner	871.25	1.6	1,394.00
DIANA M. PEREZ	Counsel	739.50	4.1	3,031.95
Total for 006 CLAIMS ADMINISTRATION AND OBJECTIONS			6.5	5,275.95
RICHARD HOLM	Associate	650.25	1.2	780.30
Total for 012 LITIGATION			1.2	780.30
SUZZANNE UHLAND	Partner	1,062.50	35.2	37,400.00
JOHN J. RAPISARDI	Partner	1,147.50	3.0	3,442.50
ELIZABETH L. MCKEEN	Partner	807.50	1.2	969.00
MARIA J. DICONZA	Partner	850.00	0.6	510.00
PETER FRIEDMAN	Partner	871.25	9.7	8,451.14
MICHAEL F. LOTITO	Counsel	709.75	84.0	59,619.08
DIANA M. PEREZ	Counsel	739.50	9.2	6,803.40
JOSEPH ZUJKOWSKI	Counsel	739.50	15.6	11,536.20
BRETT M. NEVE	Associate	624.75	9.5	5,935.13
Total for 015 PLAN OF ADJUSTMENT			168.0	134,666.45

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